

PP9000092963

LETTER OF INTENTION
TO FILE
ARTICLES OF INCORPORATION

September 30, 1999

Department of State
Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

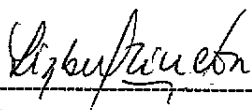
400003007774--3
-10/06/99--01086--012
*****78.75 *****78.75

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of
USA GOLD CORPORATION.

Also enclosed find a check made payable to the Secretary of State in the amount of \$ 78.75 which includes the
statutory filing fee. Your assistance in establishing the corporation to be known as USA GOLD CORPORATION is
appreciated.

Respectfully,


Secretary

FILED
99 OCT 21 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~PP9 23588~~

T BROWN OCT 21 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 11, 1999

LIZBELL RINCON
3117 NW 100TH PLACE
MIAMI, FL 33172

SUBJECT: USA GOLD CORPORATION
Ref. Number: W99000023388

We have received your document for USA GOLD CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 999A00049078

LETTER OF INTENTION
TO FILE
ARTICLES OF INCORPORATION

FILED
99 OCT 21 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 14, 1999


Department of State
Corporate Records
Division of Corporations
P.O Box 6327
Tallahassee, FL 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of
USA GOLD INTERNATIONAL PC, INC.

Your assistance in establishing the corporation to be known as USA GOLD INTERNATIONAL PC, INC. is
appreciated.

Respectfully,



Secretary
Lizbell Rincon
305-594-9401

ARTICLE OF INCORPORATION
OF
USA GOLD INTERNATIONAL PC, INC.

FILED
99 OCT 21 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is: **USA GOLD INTERNATIONAL PC, INC.**

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares of common stock, which the corporation shall have authority to issue is 1000 of the par value of dollars (\$ 1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The principal place of business and mailing address of this corporation shall be: 8051 NW 36th Street, Suite 609, Miami fl. 33166.

ARTICLE SEVEN

The name and Florida street address of the initial registered agent are: Lizbell Rincon, 3117 NW 100th Place, Miami, Fl. 33172.

ARTICLE EIGHT

The name and address of the incorporator to these Articles of Incorporation are:

Name: Edgar E. Sanoja

Mailing Address: 4320 NW 79th Avenue, Miami Fl. 33166.

Signature: _____

Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation and the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature/Registered Agent

Date

FILED
99 OCT 21 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA