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FILED



THE UNITED STATES
CORPORATION
COMPANY

99 DEC 30 PM 2: 53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 534246 7165353

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 30, 1999

ORDER TIME : 11:34 AM

ORDER NO. : 534246-005

CUSTOMER NO: 7165353

CUSTOMER: Mr. Gary F. Livigne
THE BUSINESS SUPERSTORE, INC.
THE BUSINESS SUPERSTORE, INC.
Suite 111
1515 University Drive
Coral Springs, FL 33071

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-12/30/99--01075--017

*****78.75 *****78.75

DOMESTIC FILING

NAME: HOUSING U.S.A., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC 30 PM 12: 18

RECEIVED

PN 12/30/99

ARTICLES of INCORPORATION
OF
HOUSING U.S.A., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HOUSING U.S.A., INC.

The principal place of business of this corporation shall be 1515 University Drive, Suite 115 Coral Springs, Florida 33071; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$ 1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1515 University Drive, Suite 115, Coral Springs, Florida 33071; and the initial registered agent of the corporation is Nathaniel J. Harp.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and street address of the initial members of the Board of Directors are:

Nathaniel J. Harp, Director
1515 University Drive, Suite 115
Coral Springs, Florida 33071

Naveen Saddi, Director
1515 University Drive, Suite 115
Coral Springs, Florida 33071

ARTICLE VII. INCORPORATOR

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

Nathaniel J. Harp, President
1515 University Drive, Suite 115
Coral Springs, Florida 33071

Naveen Saddi, Vice President
1515 University Drive, Suite 115
Coral Springs, Florida 33071

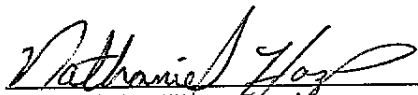
ARTICLE VIII. PRIVATE PROPERTY


The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 23rd day of December, 1999.


Nathaniel J. Harp, President


Naveen Saddi, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Nathaniel J. Harp and Naveen Saddi, Incorporator to me known to be the persons described as subscriber in who executed the foregoing Articles of Incorporation.

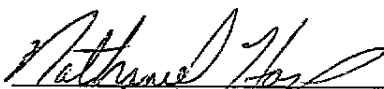
WITNESS my hand and official seal in the County and State named above this 23rd day of December, 1999.

NOTARY PUBLIC

ACCEPTANCE of REGISTERED AGENT DESIGNATED

IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of HOUSING U.S.A., INC. made in the foregoing Articles of Incorporation.


Nathaniel J. Harp, President

12-27-99
DATE