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LAW OFFICE
M. DANIEL HUGHES

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OF COUNSEL

KEVIN M. LYONS

CARL G. SANTANGELO

MEMBER OF

FLORIDA AND GEORGIA BAR

August 26, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600002282206-025 2
-09/02/97-01055-025 2
****122.50 ****122.50

Re: QUALITY USA PROMOTION, INC.

Dear Sir:

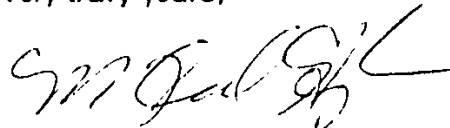
Enclosed please find Articles of Incorporation of Quality USA Promotion, Inc., together with check in the amount of \$122.50, representing:

Filing Fee	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified copy of Articles	\$ 52.50

TOTAL: \$122.50

Please return a certified copy of the Articles of Incorporation at your earliest convenience.

Very truly yours,



M. DANIEL HUGHES

MDH:fsj
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP - 2 AM 8:44

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ARTICLES OF INCORPORATION
OF
QUALITY USA PROMOTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Corporation Act of the State of Florida, does hereby certify and adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation is: ***QUALITY USA PROMOTION, INC.***

ARTICLE II: TERM

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when this document is received by the Secretary of State.

ARTICLE III: PURPOSE

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV: ADDRESS

The street address of the principal office of the corporation is: 5401 N.E. 14th Avenue, Fort Lauderdale, FL 33334.

ARTICLE V: DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is: 2. The names and addresses of the Directors who will serve on the initial Board of Directors are:

CHOL LEE

President

STEVE LEE

Secretary

ARTICLE VI: INCORPORATOR

The name and address of the initial incorporator is: CHOL LEE, 5401 N.E. 14th Avenue, Fort Lauderdale, FL 33334.

ARTICLE VII: BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders.

ARTICLE VIII: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE IX: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is: 1,000 at One Dollar (\$1.00) par value, per share.

ARTICLE X: INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to these Articles of Incorporation, this 20th day of August, 1991.



CHOL LEE, Subscriber

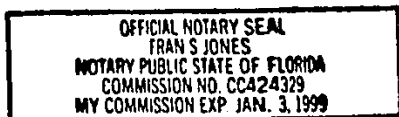
STATE OF FLORIDA)
)SS.:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 20th day
of August, 1999, by **CHOL LEE**, to be known to be the person
described in and who executed the foregoing instrument, and he acknowledged to me and
before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20th day of August,
1999.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.A.:

QUALITY USA PROMOTION, INC. organized under the laws of the State of Florida, with
its principal office at: 5401 N.E. 14th Avenue, Fort Lauderdale, FL 33334 has named
CHOL LEE as its Agent to accept service of process within the Date.

NEWLY ELECTED OFFICERS:

ADDRESS:

CHOL LEE - President

5401 N.E. 14th Avenue
Fort Lauderdale, FL 33334

STEVE LEE - Secretary

5401 N.E. 14th Avenue
Fort Lauderdale, FL 33334



CHOL LEE

I agree, as Registered Agent, to accept service of process, to keep office open during
prescribed hours, to post my name in some conspicuous place in office as required by law.



CHOL LEE

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STATE
SECRETARY OF FLORIDA
TALLAHASSEE