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SANTIAGO DE VALLE, CPA
301 ALMERIA AVE Ste 365
CORAL GABLES, FL 33134
PH 9305) 446-2804

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JULY 13, 2001

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

ref: QUALITEK CONSULTANTS, INC.

To whom it may concern:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check for \$122.50 to register the above named professional association.

This represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation and Fee for Registered Agent Designation for the above named professional association.

Very truly yours,



Santiago De Valle, CPA
Certified Public Account

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ARTICLES OF INCORPORATION
OF

QUALITEK CONSULTANTS, INC.

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is to be: **QUALITEK CONSULTANTS, INC.**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The purpose of this corporation is to provide environmental consulting services within the State of Florida, the Caribbean Basin Area Central and South America.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares of \$1.00 par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the "Initial Registered Agent Office" and the name of the "Initial Registered Agent" at that office is:

NAME Jorge A. David
ADDRESS 5055 Collins Ave. Apt 5G
CITY Miami Beach, Fl 33140

CITIZENSHIP CHILE and SPAIN
S/S 589-93-6004
FLA D/L D130-421-51-171-0

The initial principal office and mailing address of the corporation is:

NAME Jorge A. David
ADDRESS 5055 Collins Ave. Apt 5G
CITY Miami Beach, Fl 33140

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TALLAHASSEE, FLORIDA

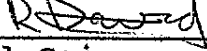
ARTICLES OF INCORPORATION OF

QUALITEK CONSULTANTS, INC.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time, as needed, by the corporate By-Laws but shall never be less than one (1). The names and addresses of the initial corporate directors is as follows:

NAME	Jorge A. David	
ADDRESS	5055 Collins Ave.	Apt 5G (305) 861-8201
CITY	Miami Beach, Fl	33140

NAME	Rafael David	
ADDRESS	18565 Camino El Cajon	011(562) 321-5534
CITY	Santiago De Chile,	Chile

ARTICLE VII - INCORPORATORS

The name of the incorporators signing these Articles of Incorporation are as follows:

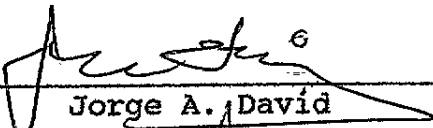

NAME	Jorge A. David
ADDRESS	5055 Collins Ave. Apt 5G (305) 861-8201
CITY	Miami Beach, Fl 33140

NAME	Rafael David	
ADDRESS	18565 Camino El Cajon	011(562) 321-5534
CITY	Santiago De Chile,	Chile

ARTICLES OF INCORPORATION
OF

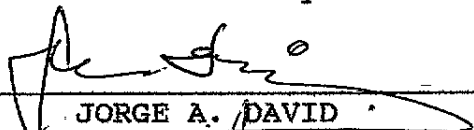

QUALITEK CONSULTANTS, INC.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 25th day of June, 2001.

 (Seal)
Jorge A. David
 (Seal)
Rafael J. David

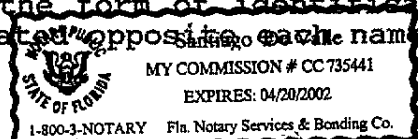
STATE OF FLORIDA)
COUNTY OF MIAMI DADE) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, appeared:


JORGE A. DAVID

RAFAEL J. DAVID

FLD D130-421-51-171-0
PERSONAL I.D.
15.378.892-8
PERSONAL I.D.
(IDENTIFICACION PESONAL)

personally known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, that I relied upon the form of identification of the above named person(s) as indicated opposite each name, and that an oath was not taken.



Notary Rubber Stamp Seal

Witness my hand and official in the County and State last aforesaid this 25th day of June, 2001.


Signature

SANTIAGO DE VALLE
(Notary's name)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

FILED
01 JUL 23 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QUALITEK CONSULTANTS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted:

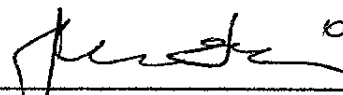
The above named corporation desiring to organize under the
laws of the State of Florida with its registered office as
indicated in the Articles of Incorporation at:

5055 Collins Ave. Apt 5G (305) 861-8201
Miami Beach, Fl 33140

has named: **JORGE A. DAVID**
located at the aforesaid address, as its Registered Agent to
accept service of process within this State.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of
process for the above stated corporation at the place de-
signated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this
capacity in behalf of **QUALITEK CONSULTANTS, INC.** and to com-
ply with the provisions of Florida Law in keeping open said
office.


REGISTERED AGENT