

F02000004051

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Quantum Management Services, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

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-07/22/02--01070--013
*****87.50 *****87.50

Please return all correspondence concerning this matter to the following:

Carmen O. Merwin, President
(Name of Person)

Quantum Management Services, Inc.
(Firm/Company)

1580 Sawgrass Corporate Parkway, Suite 150
(Address)

Sunrise, FL 33323
(City/State and Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Carmen Merwin at (954) 343-7071
(Name of Person) (Area Code & Daytime Telephone Number)
President

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-08/13/02--01050--004
***1150.00 ***1150.00

STREET ADDRESS:

Name	Registration Section
Availability	Division of Corporations
Document	409 E. Gaines St.
Examiner	Tallahassee, FL 32399
Updater	DCC
Updater	Enclosed is a check for the following amount:
Verifier	<input type="checkbox"/> \$70.00 Filing Fee
Document	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status
Document	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy
Document	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy
Document	Penalty 1000.00
Document	AR 150.00
Document	DCC
Document	DCC
Document	DCC

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

I have not available
(954-95799)
(3) Penalty

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6 pages
unpaid



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 23, 2002

CARMEN O. MERWIN
QUANTUM MANAGEMENT SERVICES, INC.
1580 SAWGRASS CORPORATE PARKWAY, STE 130
SUNRISE, FL 33323

SUBJECT: QUANTUM MANAGEMENT SERVICES, INC.
Ref. Number: W02000021190

We have received your document for QUANTUM MANAGEMENT SERVICES, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

Please return 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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 702A00044762

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Carmen O Merwin, do hereby certify
(Name)

that this Resolution of the Board of Directors of Quantum Management
Services, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada
was duly adopted on August 2 2002

Be it resolved, that Quantum Management Services, Inc.
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name
QMS Information Technologies, Inc. for use in Florida.

Dated: August 2, 2002

Carmen O. Merwin
Signature of either Chairman, Vice Chairman or any officer

Carmen O Merwin, President
Type or print name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Quantum Management Services, Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Nevada (State or country under the law of which it is incorporated) 3. 88-0381660 (FEI number, if applicable)

4. December 15, 1997 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. July 13, 2001 (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1580 Sawgrass Corporate Parkway, Suite 130, Sunrise, FL 33323 (Principal office address)

1580 Sawgrass Corporate Parkway, Suite 130, Sunrise, FL 33323 (Current mailing address)

8. The nature of the business shall be to engage in any lawful activities under the laws of the state (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Kelly Woodring Ramsden

Office Address: 1580 Sawgrass Corporate Parkway, Suite 130 Sunrise, Florida 33323 (City) (Zip code)

10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kelly Woodring Ramsden (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Carmen O. Merwin

Address: 13384 NW 7th Street
Plantation, FL 33325

Vice Chairman: Oliver J. Merwin

Address: 13384 NW 7th Street
Plantation, FL 33325

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

B. OFFICERS

President: Carmen O. Merwin

Address: 13384 NW 7th Street
Plantation, FL 33325

Vice President: None

Address: _____

Secretary: Oliver J. Merwin

Address: 13384 NW 7th Street, Plantation, FL 33325

Treasurer: Oliver J. Merwin

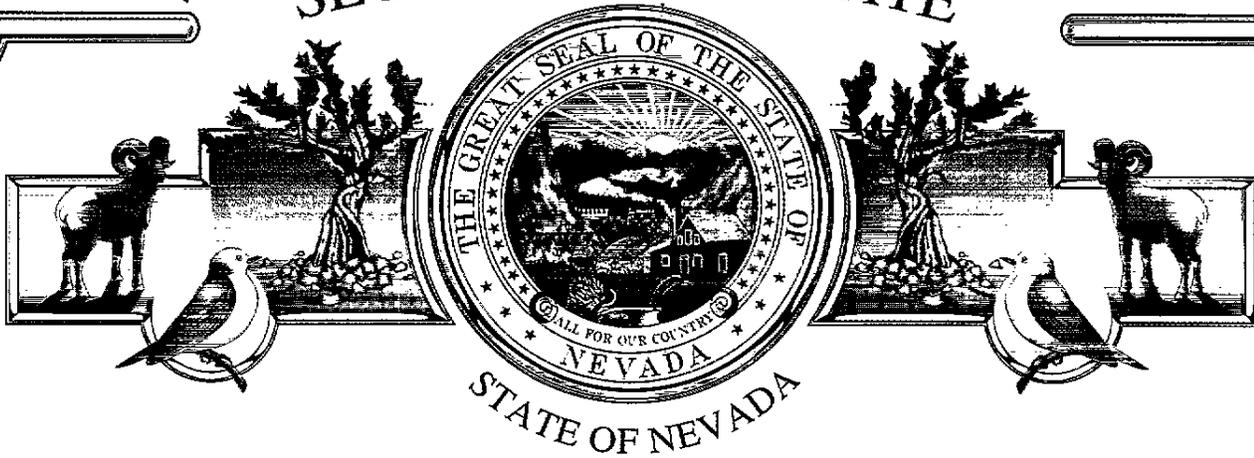
Address: 13384 NW 7th Street, Plantation, FL 33325

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Carmen O. Merwin, President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Carmen O Merwin, President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Article 10 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **QUANTUM MANAGEMENT SERVICES, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 15, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on July 17, 2002.



Dean Heller

DEAN HELLER
Secretary of State

By

Acqueline Warr

Certification Clerk

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SECRETARY OF STATE
RECORDS SECTION, FILIPINO