



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

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

FILED

02 AUG -8 PM 4:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 3. 88-0381660
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 15, 1997 5. Perpetual
(Date of incorporation) (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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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
TALLAHASSEE, 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

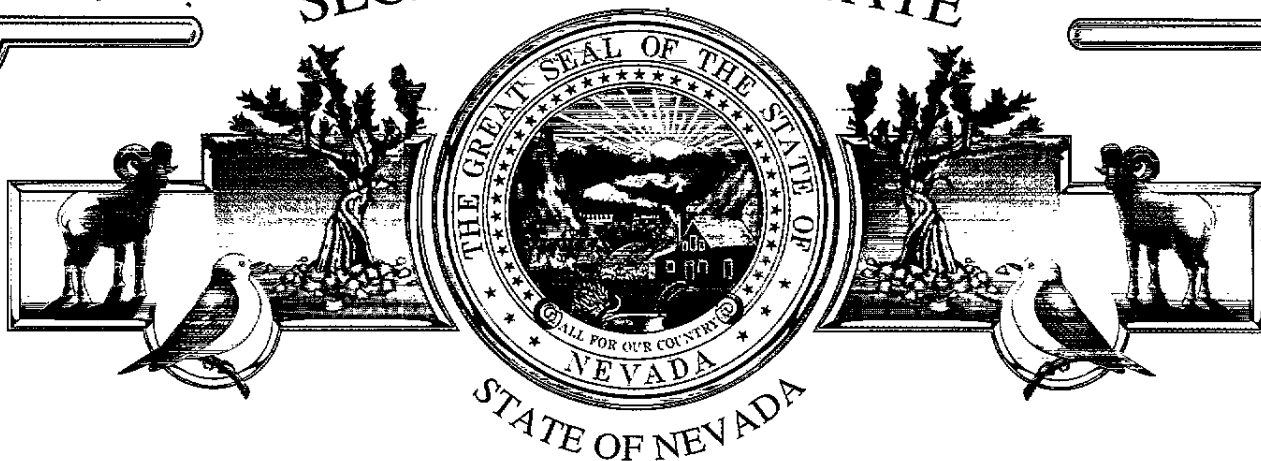
Address: 13384 NW 7th Street, Plantation, FL 33325

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 title 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

FILED

02 JUL-8 PM 4:05
CLERK OF STATE
RECORDS SECTION