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WALTER GRACE, JR.
ATTORNEY AT LAW
1467 Sandra Drive
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FILED
00 APR 20 AM 8:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 17, 2000

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

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-04/20/00--01058--003
****122.50 ****78.75

Re: Quixmart, Inc.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation of the above-referenced corporation, together with a check in the amount of \$122.50 to cover the following items:

(1) Filing Fee	\$35.00
(2) Certified Copy of Articles	52.50
(3) Filing Fee for Resident Agent Certificate	<u>35.00</u>
	\$122.50

Please forward to me a certified copy of the Articles at your earliest convenience.

Cordially,

Walter Grace, Jr.

Walter Grace, Jr.

WG/Jr

Enclosures

Subs/00

ARTICLES OF INCORPORATION

OF

QUIXMART INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do agree to the following:

ARTICLE I. NAME

The name of this corporation is QUIXMART, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is the operation of Quixtar IBO # 2383708.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 500, all of which shall be common shares with par value of One Dollar (\$1.00).

ARTICLE V. PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 237 Joel Boulevard, Lehigh Acres, Florida 33972.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of one member. The name and address of the member of the first Board of Directors is:

NAME

ADDRESS

Andreas Kraus

P.O. Box 1466
Lehigh Acres, FL 33970

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is:

NAME

ADDRESS

Andreas Kraus

P.O. Box 1466
Lehigh Acres, FL 33970

ARTICLE VIII. OFFICERS

The officers of the corporation shall consist of a President and a Secretary/Treasurer and such officers as may be provided in the bylaws. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

OFFICE

NAME

President

Andreas Kraus

Secretary/Treasurer

Andreas Kraus

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the bylaws.

IN WITNESS WHEREOF, I, the undersigned subscribing Incorporator, have hereunto set my hand and seal this 26th day of February, 2000, for the purpose of forming this corporation under the laws of the State of Florida.

Andreas Kraus
ANDREAS KRAUS

STATE OF FLORIDA)
 :
COUNTY OF LEE)

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared ANDREAS KRAUS, to me known to be the person described as subscriber and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 26th day of February, 2000.

My Commission Expires:

William Grace
Notary Public Signature



WILLIAM GRACE
My Commission CC543888
Expires Mar. 31, 2000

WILLIAM GRACE
Printed Name of Notary Public

STATE OF FLORIDA
DEPARTMENT OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This 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 48.091, Florida Statutes:

Quixmart, Inc., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 237 Joel Boulevard, City of Lehigh Acres, County of Lee, State of Florida, has named WALTER GRACE, JR., located at 1467 Sandra Drive, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Andreas Kraus	President	P.O. Box 1466 Lehigh Acres, FL 33970
Andreas Kraus	Secretary/ Treasurer	P.O. Box 1466 Lehigh Acres, FL 33970

DIRECTORS:

Andreas Kraus	P.O. Box 1466 Lehigh Acres. FL 33970
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ANDREAS KRAUS