

Holland & Knight LLP

Requester's Name

315 S. Calhoun St., suite 600

Address

Tallahassee, Fl. 32301 425-5675

City/State/Zip

Phone #

P000000535418

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Quantum Capital Partners III, Inc
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

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-06/02/00--01038--020
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3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Mail out

☐ Will wait

☐ Photocopy



☒ Certified Copy

☐ Certificate of Status

NEW FILINGS

- ☒ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

RECEIVED
00 JUN -2 AM 11:08
00 JUN -2 PM 1:50
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T SMITH JUN 02 2000
Examiner's Initials

**ARTICLES OF INCORPORATION
OF
QUANTUM CAPITAL PARTNERS III, INC.**

The undersigned, acting as incorporator of Quantum Capital Partners III, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Quantum Capital Partners III, Inc.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

339 South Plant Avenue
Tampa, Florida 33606

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the current registered office of the corporation is 339 South Plant Avenue, Tampa, Florida 33606, and the name of the corporation's current registered agent at that address is N. John Simmons, Jr.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Stuart G. Lasher	339 South Plant Avenue Tampa, Florida 33606
N. John Simmons, Jr.	339 South Plant Avenue Tampa, FL 33606

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Jack A. Levine	400 North Ashley Drive Suite 2300 Tampa, Florida 33602

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

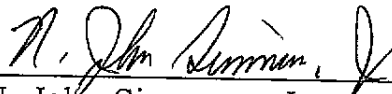
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 1st day of June, 2000.



N. John Simmons, Jr.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

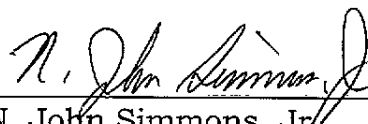
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Quantum Capital Partners III, Inc., desiring to organize under the
laws of the State of Florida with its initial registered office, as indicated in the
Articles of Incorporation, at 339 South Plant Avenue, Tampa, Florida 33606,
has named N. John Simmons, Jr. as its agent to accept service of process
within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named
above, at the place designated in this certificate, I agree to act in that capacity,
to comply with the provisions of the Florida Business Corporation Act, and am
familiar with, and accept, the obligations of that position.

Dated this 1st day of June, 2000.



N. John Simmons, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA