

P00000108152

11-06-00

ENCLOSED:

1. ARTICLES OF INCORPORATION FOR QUALITY TELECOM SOLUTIONS, INC.
2. CHECK FOR \$78.75

PLEASE MAIL TO:

THOMAS MCCRIMMON
3816 WEST LINEBAUGH AVE., STE. 200
TAMPA, FLORIDA 33624

813-960-0557

2589

W00-26996

100003458581--9
-11/09/00--01053--003
*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 20 PM 3:03

11/20/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 NOV 20 PM 3:03

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 13, 2000

THOMAS MCCRIMMON
3816 WEST LINEBAUGH AVENUE
SUITE 200
TAMPA, FL 33624

SUBJECT: QUALITY TELECOM SOLUTIONS, INC.
Ref. Number: W00000026996

We have received your document for QUALITY TELECOM SOLUTIONS, INC.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00058400

ARTICLES OF INCORPORATION FOR
QUALITY TELECOM SOLUTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 20 PM 3: 03

ARTICLE I

The name of this for Profit Corporation is **QUALITY TELECOM SOLUTIONS, INC.**,
principal office of the corporation is: **3816 west Linebaugh Ave., Suite 200, Tampa, Florida
33624**

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of this business and objects and purposes to be transacted, promoted or carried on are to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, viz:

A. To purchase or otherwise acquire, hold and deal in real and personal property and any in interest therein; and to establish and carry on any business which may seem calculated to enhance the value of the property or rights of the corporations, or to facilitate the disposition thereof.

B. To do all things and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects herein enumerated, or incidental to the powers herein named, which shall at any time appear conducive or expedient for the protection or benefit of the corporation either as holder of or as interested in any property or otherwise, with all the powers now or hereafter conferred by the laws of the State of Florida upon corporations.

C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.

ARTICLE IV

This corporation is authorized to issue:
10,000,000 shares of preferred stock, par value \$.001.
100,000,000 shares of common stock, par value \$.0001.

ARTICLE V

The stockholders of the Corporation shall not have preemptive rights to subscribe to further shares of stock.

ARTICLE VI

Cumulative voting is not permitted in any election of directors.

ARTICLE VII

The street address of the initial registered office of this corporation is 3816 West Linebaugh Ave., Ste 200, Tampa, Florida 33624. The name of the initial registered agent of this corporation at the address is Thomas McCrimmon.

ARTICLE VIII

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this corporation are:

Charles Thomas, 3816 West Linebaugh Ave., Ste 200, Tampa, FL 33624

Scott Thomas, 3816 West Linebaugh Ave., Ste 200, Tampa, FL 33624

Thomas McCrimmon, 3816 West Linebaugh Ave., Ste 200, Tampa, FL 33624

ARTICLE IX

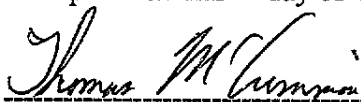
The name and address of the person signing these Articles is:

Thomas McCrimmon, 3816 West Linebaugh Ave., Ste 200, Tampa, FL 33624

ARTICLE X

The power to adopt, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation this day of November , 2000. .

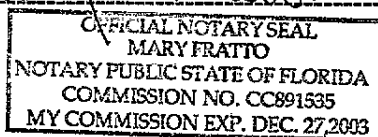
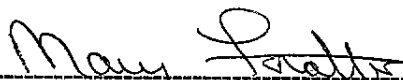


Thomas McCrimmon FLD# 1245-832-43-221-0

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public authorized to take acknowledgements in the State and county named, personally Thomas McCrimmon known to me to be the person who executed the forgoing Articles of Incorporation. He acknowledged before me that he executed the same. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 6 day of November 2000.



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT QUALITY TELECOM SOLUTIONS, INC. DESIRING, TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA HAS NAMED
THOMAS MCCRIMMON, LOCATED AT 3816 WEST LINEBAUGH AVENUE,
SUITE 200, TAMPA, FLORIDA 33624, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE Thomas McCrimmon

TITLE Director

DATE 11-6-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATIONS, AT THE PLACE DESIGNED IN THIS CERTIFICATE, I
HEREBY AGREE TO
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE Thomas McCrimmon

DATE 11-6-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 20 PM 3:03