

TRANSMITTAL LETTER

P01000000506

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

STATE DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 DEC 26 AM 9:10

FILED

SUBJECT: RQL Management, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: David C. Edmonds, Benson & Guest LLP
Name (Printed or typed)

635 Maryville Centre Dr. Suite 221
Address

St. Louis, MO 63141
City, State & Zip

(314) 576-2800
Daytime Telephone number

100003513811- - 1
-12/27/00--01028--014
*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

T. Burch JAN 5 2001

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I NAME

The name of the corporation shall be:

RQL Management, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

15037 Tamarnd Kay Court, Unit 1503, Fort Meyers, Florida 33908

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: To provide business and management consulting and related services of all kinds to persons, entities and enterprises of all kinds and to have and to exercise all powers necessary or incident to carrying out its corporate purposes and all other legal acts permitted general and business corporations by the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

30,000 shares of Common Stock, \$1.00 par value

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

N/A

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

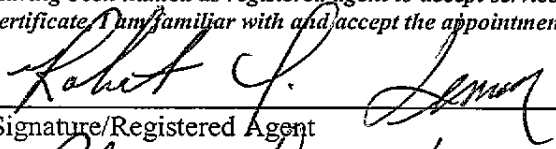
Robert Q. Lemon 15037 Tamarnd Kay Court, Unit 1503 Fort Meyers, Florida
33908

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

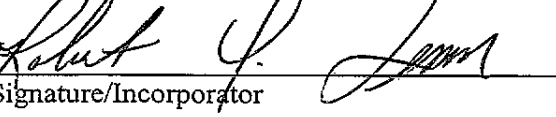
Robert Q. Lemon 15037 Tamarnd Kay Court, Unit 1503 Fort Meyers, Florida
33908

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

12-22-00
Date



Signature/Incorporator

12-22-00
Date