

DONNELLY & RUSSO, P.A.

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Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

March 30, 2001

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*****78.75 *****78.75

Re: Filing of Articles of Incorporation for Q&A Communications, Inc.

To Whom It May Concern:

Please find enclosed the Articles of Incorporation for Q&A Communications, Inc. along with a check for \$78.75 for the filing fees.

Please file the Articles of Incorporation and provide our office with a certified copy of the Certificate of Good Standing in the stamped envelope provided.

Thank you for your attention to this matter. If you have any questions, please feel free to contact me.

Sincerely,

Joseph C. Russo

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH APR 09 2001

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ARTICLES OF INCORPORATION
OF
Q&A COMMUNICATIONS, INC.

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: Q&A COMMUNICATIONS, INC.

ARTICLE 2

Mailing Address

The mailing and street address for the principal office of this corporation is:

4004 Orange St., Seffner, Fl. 33584.

ARTICLE 3

Shares

This corporation is authorized to issue One Hundred Million (100,000,000.00) shares of common stock with Ten Cent (\$.10) par value. This corporation is also authorized to issue Thirty Million (30,000,000.00) shares of preferred stock.

ARTICLE 4

References, Privileges, Restrictions, and Rights

A. **Common Shares:** Each share of common stock confers the same rights and privileges as conferred by all other shares of common stock.

B. **Preferred Shares:** The corporation may issue preferred shares in one or more series. The Board of Directors shall have the authority to establish the preference, limitations, and relative rights of any class of shares within a class before issuance of that series. Each series must be given a distinguishing designation. All shares within a series must have preferences, limitations, and relative rights identical with those of all other shares of the same series and, except otherwise provided in the description of the series, those of other preferred shares. The preferences, limitations and relative rights the Board of Directors may consider include, among other things: a) the rates, time of accrual and payment of dividends; b) the amount or amounts payable upon, and the manner of redemption; c) the amount or amounts payable upon liquidation, dissolution or wind-up of the corporation; d) the terms and rates of conversion or exchange; e) sinking fund provisions; and f) voting rights. The Board of Directors may from time to time increase the number of shares of any series by providing that any unissued preferred shares will constitute part of a particular series, or may decrease (but not below the number of outstanding shares) the number of shares of any series by providing that any unissued shares previously assigned to a particular series will no longer constitute part of that series. To

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TALLAHASSEE, FLORIDA

effectuate an increase or decrease in the number of shares of a series, the Board of Directors may fix or alter the terms of any unissued preferred shares.

ARTICLE 5
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4004 Orange St., Seffner, Fl. and the name of the initial registered agent of this corporation at that address is Timothy Dana.

ARTICLE 6
Incorporator

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

Timothy Dana, 4004 Orange St., Seffner, Fl. 33584

ARTICLE 7
Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Timothy Dana, 4004 Orange St., Seffner, Fl. 33584

The method of election of directors will be as stated in the Bylaws.

ARTICLE 8
Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

ARTICLE 9
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 29 day of March, 2001.


TIMOTHY DANA


STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 29th day of March, 2001 by TIMOTHY DANA.

SEAL

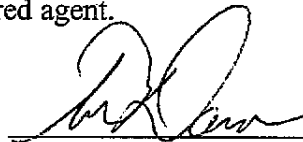


Vikki L. Brown
MY COMMISSION # CC777351 EXPIRES
September 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.


Type, Print or Stamp Name of Notary
Personally known ☒
or Produced Identification ☐
Type of Identification Produced _____

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


TIMOTHY DANA

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