

P02000043573

TRANSMITTAL LETTER

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

March 18, 2002

100005272931--5
-04/15/02--01075--014
*****78.75 *****78.75

Subject: QUANTUM AUDIO VISUAL SOLUTIONS INC

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

\$70.00
Filing Fee

\$78.75
Filing Fee
and Certificate

\$122.50
Filing Fee &
Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

**From: GUILAM CAMPOS
1232 NW 3rd STREET, #5
MIAMI, FL 33125
Telephone (786) 514-3677**

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

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TALLAHASSEE, FLORIDA
02 APR 15 PM 6:19

BR 4-22

ARTICLES OF INCORPORATION

QUANTUM AUDIO VISUAL SOLUTIONS INC.

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

IDENTIFICATION:

The name of this Corporation is: **QUANTUM AUDIO VISUAL SOLUTIONS INC.**
And its principal place of business is: **2124 SW 82 Place, Miami, FL 33155**

ARTICLE II

TERMS OF EXISTENCE:

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the state of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of the State of Florida.

ARTICLE III

NATURE OF BUSINESS:

This Corporation may engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES:

This Corporation is authorized to issue 100 Shares of Common Stock with a par value of one dollar (\$1.00) per share.

ARTICLE V

REGISTERED AGENT AND OFFICE:

The name and address of the initial registered agent is:

GUILAM CAMPOS
2124 SW 82 Place
Miami, FL 33155

ARTICLE VI

INCORPORATOR:

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

GUILAM CAMPOS
2124 SW 82 Place
Miami, FL 33155

SOHEIL S. REZAI
P.O. Box 330132
Miami, FL 33233

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TALLAHASSEE, FLORIDA
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ARTICLE VII

OFFICER(S)DIRECTOR(S):

The name(s) and street address(es) of the officer(s)/director(s) to these Articles of Incorporation is (are):

GUILAM CAMPOS
2124 SW 82 Place
Miami, FL 33155

Vice President and Secretary

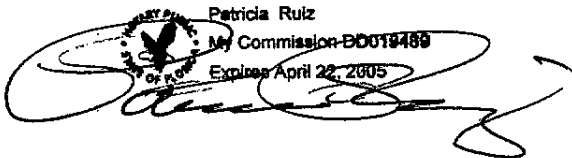
SOHEIL S. REZAI
P.O. Box 330132
Miami, FL 33233

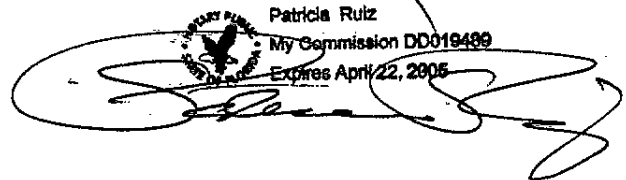
President and Treasurer

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 3rd day of April, 2002.


Soheil S. Rezaei, President


Guilam Campos, Vice President


Patricia Ruiz
My Commission DD019489
Expires April 22, 2005


Patricia Ruiz
My Commission DD019489
Expires April 22, 2005

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

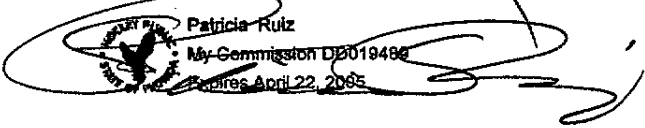
- 1) The name of the corporation is:
QUANTUM AUDIO VISUAL SOLOUTIONS INC.
2124 SW 82 Place
Miami, FL 33155
- 2) The name and address of the registered agent and office is:
GUILAM CAMPOS
2124 SW 82 Place
Miami, FL 33155

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as 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.



Registered Agent

April 3, 2002
Date


Patricia Ruiz
My Commission DB019406
Expires April 22, 2005

DIVISIONS OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314

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