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CAPITAL CONNECTION, INC.

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TALLAHASSEE FLORIDA

TOM GIOU	o. lrc.	TACEATROSEE PLURIBA	
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	***	Art of Inc. File	
		LTD Partnership File	
		Foreign Corp. File	
		L.C. File	
		Fictitious Name File	
		Trade/Service Mark	
		Merger File	
		Art. of Amend. File	
		RA Resignation	
		Dissolution / Withdrawal	
		Annual Report / Reinstatement	
		Cert. Copy	
		Photo Copy	
		Certificate of Good Standing	
		Certificate of Status	
		Certificate of Fictitious Name	
		Corp Record Search	
		Officer Search	
		Fictitious Search	
Signature		Fictitious Owner Search	
Signature		Vehicle Search	
		Driving Record	
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Name	Date Time	UCC 11 Retrieval	
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ARTICLES OF INCORPORATION

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TOM GROUP, INC.

JALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this Corporation is TQM GROUP, INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence commencing on the dates these Articles of Incorporation are filed with the Florida Secretary of State's Office.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE V - INITIAL CORPORATE OFFICE AND REGISTERED AGENT

The street address of the initial corporate office of the corporation is 1455 N.W. 14

Street, Miami, Fl 33125. The name and address of the initial registered agent for the Corporation is Benjamin R. Metsch, 1455 N.W. 14 Street, Miami, Fl 33125

ARTICLE VI - BY-LAWS

The By-Laws of the Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial Director. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the Director of this Corporation is:

<u>Name</u>

Address

Nelson Salazar

1455 N.W. 14 Street, Miami ,Florida 33125

ARTICLE VIII - OFFICERS

The officers of the Corporation are:

Name

Office

Nelson Salazar

President, Vice-President, Secretary & Treasurer

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) as the price at which it is offered to others.

ARTICLE XI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Nelson Salazar, 1455 N.W. 14 Street, Miami, Florida 33125.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this Odd day of MOMMON 2002.

Nelson Salazar (Incorporator)

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared NELSON SALAZAR known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of TQM GROUP, INC., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this Old day of WWW 2002.

NOTARY PUBLIC, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS OW DAY OF WWWDEY, 2002.

BENJAMIN R. METSCH

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