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JM QUALITY, INC.

166 Center Street * Suite 106 * Cape Canaveral, Florida 32920

February 10, 2003

Secretary of State Corporation Division The Capital Tallahassee, FL 32304

Re: Articles of Incorporation

To Whom It May Concern:

I am enclosing herewith an original and a copy of the Articles of Incorporation for JM QUALITY, INC.. In addition, my check in the amount of \$122.50 is enclosed to cover the following fees:

Filing Fee	\$	35.00
Certified Copy		52.50
Registered Agent Fee	- · · · · · · · · · · · · · · · · · · ·	35.00
	\$	122.50

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Sincerely,

John Manley

Vice President and

Registered Agent

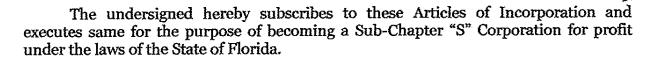
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Enclosures

ARTICLES OF INCORPORATION FOR A SUB-CHAPTER "S" CORPORATION

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JM QUALITY, INC.



ARTICLE I CORPORATE NAME

The name of the corporation is **JM QUALITY**, **INC.** with its principal place of business at 166 Center Street, Suite #106, Cape Canaveral, FL 32920.

ARTICLE II CORPORATE NATURE

This is a corporation for profit and may engage in any activity which is lawful under the laws of the State of Florida, including, but not limited to telemarketing.

ARTICLE III DURATION

The term of existence of this corporation is perpetual.

ARTICLE IV CORPORATE OFFICERS

The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President Marty Apell

166 Center Street, Suite 106 Cape Canaveral, FL 32920

V. President, Secretary, Treasurer John Manley 166 Center Street, Suite 106

Cape Canaveral, FL 32920

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 per share par value common stock which shall be designated "common shares".

ARTICLE VI REGISTERED AGENT AND OFFICE

The address of the corporations registered agent and office shall be 166 Center Street, Suite 106, Cape Canaveral, Florida 32920 and the name of its registered agent at said address shall be John Manley.

ARTICLE VII SOLE INCORPORATOR

The name and street address of the sole incorporator of the corporation is: John Manley whose address is 166 Center Street, Suite 106, Cape Canaveral, Florida 32920.

ARTICLE VIII INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the shareholders.

ARTICLE X AMENDMENT TO ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

The undersigned, being the sole incorporator of this corporation, for the purpose of forming this corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 10th day of February, 2003.

John Manley

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this /// day of _______, 2003, by John Manley who is personally known to me or who has produced _______ as identification and who did/did not take an oath.



Motary Public Deces

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for JM QUALITY, INC.

ohn Manley

REGISTERED AGENT

STATE OF FLORIDA **COUNTY OF BREVARD**

The foregoing instrument was acknowledged before me this but day of 2003, by John Manley who is personally and who did/did not take an oath.

MY COMMISSION EXPIRES MAY 17,2003