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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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TALLAHASSEE, FLORIDA

DOMESTICATION

QOL Capital Corporation

Certificate of Status	1
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April 11, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations
CORPORATE CREATIONS INTERNATIONAL

SUBJECT: QOL CAPITAL CORPORATION
REF: W06000017138

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
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April 10, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations
INCORPORATE CREATIONS INTERNATIONAL

SUBJECT: QOL CAPITAL CORPORATION
REF: WD6000016860

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Articles of domestication can not have an effective date the effective date is the date on the certificate.,

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Cynthia Blalock
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CERTIFICATE OF DOMESTICATION

The undersigned, Christine Fanizzi, President
(Name) (Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of QOL Capital Corporation a foreign corporation.
(Corporation Name)
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was July 8, 2004.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Texas.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was QOL Capital Corporation.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0282 and 607.0401 with this certificate is QOL Capital Corporation.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Texas.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Christine Fanizzi, of QOL Capital Corporation

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 27th day of February, 2006.

Christine Fanizzi
(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
QOL Capital Corporation

Article II. Address

The Corporation's mailing address is:
QOL Capital Corporation
3200 North Ocean Blvd., #1108
Fort Lauderdale FL 33308

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Christine Fanizzi
3200 North Ocean Blvd., #1108
Fort Lauderdale FL 33308

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Christine Fanizzi

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton FL 33431
(561) 241-7400

Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value no par value per share.

Article VI. Incorporator

The name and address of the incorporator is:

Jennifer E. Zakin, Esq.
2255 Glades Road, Suite 340W
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin upon filing

The undersigned incorporator executed these Articles of Incorporation on February 9, 2006.


JENNIFER E. ZAKIN, ESQ.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton FL 33431
(561) 241-7400

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

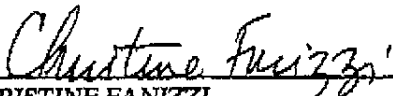
CORPORATION:

QOL Capital Corporation

REGISTERED AGENT/OFFICE:

**Christine Fanizzi
3200 North Ocean Blvd., #1108
Fort Lauderdale FL 33308**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CHRISTINE FANIZZI

Date: 2/10/2006.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton FL 33431
(561) 241-7400