

Diane M. Walia

Attorney at Law

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March 13, 1995

Secretary of State
Division of Corporations
PO Box 6237
Tallahassee, FL 32314

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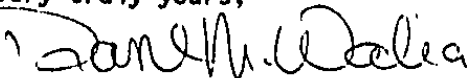
Re: ENVIRONMENTAL QUALITY SYSTEMS, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the sum of \$122.50 for Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Please file the Articles and return the Certified Copy to us at your earliest convenience. Your assistance in this matter is appreciated.

Very truly yours,



Diane M. Walia
Attorney at Law

DMW:td
enclosures

DMW
3/16/95

FILED
95 MAR 15 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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95 MAR 15 AM 10:11
SECRETARY OF STATE
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ARTICLES OF INCORPORATION
OF
ENVIRONMENTAL QUALITY SYSTEMS, INCORPORATED

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

ENVIRONMENTAL QUALITY SYSTEMS, INCORPORATED

ARTICLE II - TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE III - PURPOSES

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

ARTICLE IV - CAPITAL STOCK

The shares of stock in this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this corporation shall be:

1420 Main Street, Suite 210
Sarasota, Florida 34236

and the mailing address of the corporation shall be:

1420 Main Street, Suite 210
Sarasota, Florida 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street of this Corporation is:

Harry Walla
1420 Main Street, Suite 210
Sarasota, Florida 34236

ARTICLE VII - DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Harry Walla
1420 Main Street, Suite 210
Sarasota, Florida 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation maybe be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

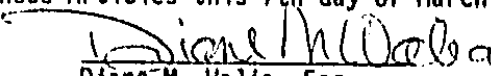
ARTICLE IX - INCORPORATOR

The name and Street address of the each incorporator to these Articles

of Incorporation is:

Diane M. Walla
Attorney at Law
1420 Main Street, #230
Sarasota, Florida 34236

The undersigned has executed these Articles this 7th day of March, 1995.


Diane M. Walla, Esq.
INCORPORATOR

Having been named as Registered Agent and to accept service of process for ENVIRONMENTAL QUALITY SYSTEMS, INCORPORATED at the place designated in the Articles, 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 obligation of my position as Registered Agent.

Date

3/13/95


Harry Walla
Registered Agent