

P95 000029596

MARCH 30, 1995

To Whom It May Concern:

If there are any questions concerning the filing of these Articles of Incorporation, please feel free to contact Mr. James Strong at 904-761-7855. The signature below authorizes you to act upon his direction in this matter.

Please mail the Articles of Incorporation to:

Quality Financial Services Inc.


5896 Azalea Street

Daytona Beach, FL 32127

500001446015
-04/03/95--01052--003
***122.50 ***122.50

61-1118 11-17-95

61-1118 11-17-95


RALPH B MORGAN

707
4-7-95 SDG
W95-7506



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 6, 1995

RALPH B. MORGAN
QUALITY FINANCIAL SERVICES INC.
5896 AZALEA ST.
DAYTONA BEACH, FL 32127

SUBJECT: TEKTRONICS INC.
Ref. Number: W95000007506

We have received your document for TEKTRONICS INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 895A00015824

ARTICLES OF INCORPORATION OF

Tektronics ~~Inc.~~ of Ctrl FL Inc.

ARTICLE I = NAME

The Name of this Corporation is Tektronics ~~Inc.~~ of Ctrl FL Inc.

ARTICLE II = DURATION

This corporation shall have perpetual existence commencing on the date of filing with the Secretary of State of Florida.

ARTICLE III = PURPOSE

This corporation is organized for transacting all lawful business.

ARTICLE IV = CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar par value common stock.

ARTICLE V = INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the principal office of this corporation is
17 W GRANADA BLVD ORMOND BCH FL 32174

The initial registered agent is RALPH B MORGAN
whose address is 17 W GRANADA BLVD ORMOND BCH FL 32174

The Corporation registered address is:
17 W GRANADA BLVD ORMOND BCH FL 32174

ARTICLE VI = INITIAL BOARD OF DIRECTORS

This corporation shall have no Directors.

ARTICLE VII = INCORPORATORS

The name and address of the person signing these articles of
Incorporation is RALPH B MORGAN

17 W GRANADA BLVD ORMOND BCH FL 32174

ARTICLE VIII = MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of,
and the business and affairs of this corporation shall be managed under
the direction of the majority of shareholders of this corporation.

Each shareholder shall be entitled to one vote in person, or by proxy,
for each share of voting stock held. A majority of the outstanding
shares of the corporation entitled to vote, represented in person, or
by proxy, shall constitute a quorum at any meeting of the shareholders
for the management of the business of the corporation.

ARTICLE IX = POWERS

This corporation shall have all of the corporate powers enumerated in
the Florida General Corporation Act.

ARTICLE X = INDEMNIFICATION

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

ARTICLE XI = AMENDMENT

The corporation reserves the right to amend or repeal any provisions
contained in these Articles Of Incorporation, and any right conferred
upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles of Incorporation on this date: MARCH 30, 1995



JAMES S. STRONG
MY COMMISSION # CC258306 EXPIRES
February 9, 1997
BONDED THRU TRICY FARM INSURANCE, INC.

Ralph B Morgan
RALPH B MORGAN

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

Before me, a Notary Public authorized to take acknowledgments in the
State and County set forth above, personally appeared

RALPH B MORGAN known by me to be the person who
executed the foregoing Articles of Incorporation and they acknowledged
before me that they executed those Articles of Incorporation.

In witness whereof, I have hereunto set my hand and seal in the State
and County last aforesaid, this date: MARCH 30, 1995

James Strong
Notary Public, State of Florida At Large:

My Commission Expires: Feb 9, 1997

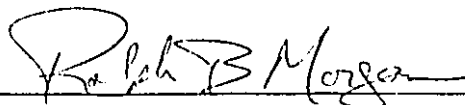
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE
SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED: FIRST -- Tektronics ~~Inc.~~ of CT & FL Inc.

DESIRING TO ORGANIZE OF QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF ORMOND BEACH
STATE OF FLORIDA HAS NAMED RALPH B MORGAN

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA. HAVING BEEN
NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT
THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE



REGISTERED AGENT: RALPH B MORGAN

DATE: MARCH 30, 1995

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