

P95000032578

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

SEP 25 1995
10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30

4/26/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <i>JW</i>	_____	_____	_____

WALK-IN 4-26
Will Pick Up _____

RE: The Quantum Source, Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation	200001464942	
<input type="checkbox"/> Annual Report/Reinstatement	-04/26/95--01002--016	
<input type="checkbox"/> Reg. Agent Service	****122.50	****122.50
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS	
FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
THE QUANTUM SOURCE, INC.

FILED
95 APR 25 AM 11:00
CLERK OF COURT

In compliance with the requirements of Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a for-profit business corporation.

ARTICLE I
Name

The name of this corporation is: **THE QUANTUM SOURCE, INC.**

ARTICLE II
Term of Existence

This corporation shall commence as of the date of the filing of these Articles with the Secretary of State and shall have perpetual existence.

ARTICLE III
Principal Office

The principal place of business and mailing address of this corporation is 626 Kenwick Circle, No. 204, Casselberry, Florida 32707.

ARTICLE IV
Nature of Business

This corporation is organized for the purpose of conducting any lawful activity or business in Florida, the United States of America, or throughout the world.

ARTICLE V
Capital Structure

A. The maximum number of shares of stock that this corporation is authorized to issue is **Two Thousand (2,000) shares**, all of which shall be Common Shares with a par value of

One Dollar (\$1.00) each.

B. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE VI

Initial Registered Agent and Registered Office

A. The initial registered agent of this corporation shall be Carla S. Stanford, Attorney at Law.

B. The street address of the initial registered office of this corporation, which is identical with the business address of the registered agent, is 500 East Altamonte Drive, Suite 210, Altamonte Springs, Florida 32701.

ARTICLE VII

Incorporator

The name and address of the incorporator is Carla S. Stanford, Attorney at Law, 500 East Altamonte Drive, Suite 210, Altamonte Springs, Florida 32701.

ARTICLE VIII

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The initial directors of this corporation are: Steve Larrivee and Cilene Larrivee, the address for both directors is 626 Kenwick Circle, No. 204, Casselberry, Florida 32707.

ARTICLE IX

Indemnification

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

ARTICLE X

Preemptive Rights

The shareholders of this corporation shall be and are hereby vested with preemptive rights as to their shareholdings

in this corporation. Accordingly, every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof, as nearly as may be done without the issuance of fractional shares, at the price at which the shares are offered to others.

ARTICLE XI Shareholders

The initial shareholders of this corporation are:

Name:	Shares:	Percent:
Steve Larrivee	1,000	50%
Gail W. Ward	<u>1,000</u>	<u>50%</u>
	2,000	100%


IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 25th day of April, 1995.


CARLA S. STANFORD
Attorney at Law

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me personally appeared Carla S. Stanford, Attorney at Law, to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 25th day of April, 1995.


Janis J. Clark
Notary Public
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Nov. 12, 1995.
BONDED TO THE PUBLIC

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
THE QUANTUM SOURCE, INC.**


FILED
APR 26 11:11:00

DATE: 4/25/1995

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: **THE QUANTUM SOURCE, INC.**
2. The name and address of the registered agent and office is:

Carla S. Stanford, Attorney at Law
500 East Altamonte Drive, Suite 210
Altamonte Springs, Florida 32701


CARLA S. STANFORD
Incorporator
WARD MEDICLAIM SERVICE, INC.

Date: April 25, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


CARLA S. STANFORD
ATTORNEY AT LAW

Date: April 25, 1995

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

P95000032573NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: The Quantum Source,
Inc☐ C.C. Fee ☐ Insurance
☐ Corp. of Inc. File
☐ Corp. Research
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ () Cert. Copy(s)
☐ Art. of Amend. File
☐ Dissolution/Withdrawal
☐ C U S-
☐ Fictitious Name File☐ Name Reservation **8000001477218**
☐ Annual Report/Reinstatement: 05/05/95--01034--022
☐ Reg. Agent Service *****87.50 *****87.50
☐ Document Filing☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ File No.'s, _____ Copies
☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prep.
☐ FAX () pgs.**SUBTOTALS** _____REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY AAKWALK-IN Will Pick Up 5:51200FEE.....\$
DISBURSED.....\$
SURCHARGE.....\$
TAX on corporate supplies.....\$
SUBTOTAL.....\$
PREPAID.....\$
BALANCE DUE.....\$
.....\$Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1995

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: THE QUANTUM SOURCE, INC.
Ref. Number: P95000032573

We have received your document for THE QUANTUM SOURCE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 495A00022139

Corrected

**ARTICLES OF CORRECTION
TO
ARTICLES OF INCORPORATION
FOR
THE QUANTUM SOURCE, INC.**

SECRET
TALLAHASSEE, FLORIDA
MAY -6 AM 10:50

Pursuant to section 607.0124(1), Florida Statutes, the undersigned, being a natural person and the incorporator, adopts and files the following articles of correction.

1. Name of the Corporation: The Quantum Source, Inc.
2. Document to be corrected: These articles of correction shall correct the Articles of Incorporation with the Certificate of Registered Agent/Registered Office Designation filed on April 26, 1995.
3. Corrections to be made: The corrections to be made are set forth below in (a), (b), and (c):

(a) The name of the initial registered agent was incorrectly listed as Carla S. Stanford and the initial registered office incorrectly listed as Ms. Stanford's business address, and ARTICLE VI is hereby corrected to read:

**ARTICLE VI
Initial Registered Agent and Registered Office**

A. The initial registered agent of this corporation shall be Cilene Larrivee.

B. The street address of the initial registered office of this corporation, which is identical with the business address of the corporation and of the registered agent, is 626 Kenwick Circle, No. 204, Casselberry, Florida 32707.

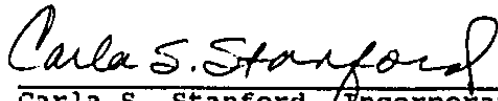
(b) The incorrect name and address of the registered agent was also provided on the certificate filed as part of the Articles of Incorporation and is hereby corrected to read:

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
THE QUANTUM SOURCE, INC.**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the Corporation is: The Quantum Source, Inc.
2. The name and address of the registered agent and office is:

Cilene Larrivee
626 Kenwick Circle, No. 204
Casselberry, Florida 32707



Carla S. Stanford, Incorporator
Date: April 28, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE QUANTUM SOURCE, INC. AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Cilene Larrivee Registered Agent/Vice President
Date: April 28, 1995

(c) ARTICLE XI Shareholders incorrectly listed Gail

W. Ward as one of the shareholders, and is hereby corrected to read:

ARTICLE XI Shareholders

The initial shareholders of this corporation are:

Name:	Shares:	Percent:
Steve Larrivee	1,000	50%
Cileno Larrivee	<u>1,000</u>	<u>50%</u>
	2,000	100%

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Correction this 28th day of April, 1995.

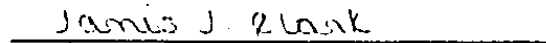

Carla S. Stanford
Attorney at Law

STATE OF FLORIDA

COUNTY OF SEMINOLE

Before me personally appeared the incorporator, Carla S. Stanford, Attorney at Law, to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 28th day of April, 1995.


Janis J. Clark
Notary Public

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Nov. 12, 1995.
BONDED THROUGH NOTARY PUBLIC UNDER #11111111