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DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION**OF****CUSTOMS BY QUANTUM, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be CUSTOMS BY QUANTUM, INC.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III
AUTHORIZED SHARES**

The aggregate number of shares that the corporation is authorized to issue is One Thousand (1,000), all of which shall be common shares with a par value of One Dollar (\$1.00) per share.

**ARTICLE IV
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 1110 Brickell Avenue, Seventh Floor, Miami, Florida 33131, and the name of the initial registered agent at that address is Jay A. Taplin.

**ARTICLE V
DIRECTORS**

This Corporation shall have not less than one (1) director. The by-laws may provide a method for determining the number of directors from time to time. In the absence of a determination as

Prepared by: Jay A. Taplin, Esq.
1110 Brickell Avenue, Seventh Floor
Miami, Florida 33131
Telephone: (305) 372-1350
Florida Bar No.: 287393

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to the number of directors, the board of directors shall consist of one (1) director. The initial board of directors of the corporation shall consist of one (1) member.

The names and address of the initial board of directors are:

NAME

STREET ADDRESS

George E. McArdle

101 N.W. 72nd Avenue
Plantation, Florida 33317

**ARTICLE VI
INCORPORATORS**

The name and the address of the incorporator is:

NAME

STREET ADDRESS

Jay A. Taplin

1110 Brickell Avenue
7th Floor
Miami, Florida 33131

**ARTICLE VII
INDEMNIFICATION**

1. The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation by reason of the fact that he is or was a director, employee, officer or agent of this Corporation), against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation; and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful; except, that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance of his duties to the Corporation unless and only to the extent that the court in which the action or suit was brought shall determine, upon application, that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, in and of itself, create a presumption that

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3. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized herein.

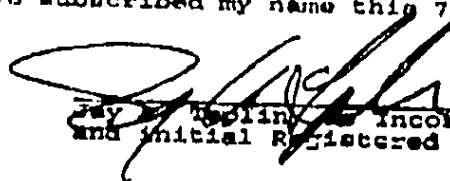
5. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, as arising out of his status as such, whether or not the Corporation would have the power to indemnify against such liability under the provisions of the Article.

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IN WITNESS WHEREOF, I have subscribed my name this 7th day of June, 1995.

 (SEAL)
Jay A. Taplin, Incorporator
and Initial Registered Agent

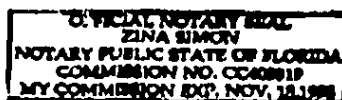
STATE OF FLORIDA }
COUNTY OF DADE } SS

BEFORE ME, the undersigned authority, this day personally appeared Jay A. Taplin, to me known to be the individual described herein and who executed the foregoing Articles of Incorporation of CUSTOMS BY QUANTUM, INC., as Incorporator and Initial Registered Agent, and that he acknowledged before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 8th day of June, 1995.


Notary Public, State of Florida at Large

Commission Number:
My Commission Expires:



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TO

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CERTIFICATE ACCEPTING DESIGNATION


OF

REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as
Registered Agent of:

CUSTOMER BY QUANTUM, INC.

and agree to serve as its agent to accept service of process within
the State as its Registered Office.


Jay P. Kaplan (SEAL)

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