

P95000049058

June 12, 1995

Department of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

800001516728
-06/19/95--01056--019
***122.50 ***122.50

Re: Quality Foundations, Inc.

Gentlemen:

Enclosed is the executed original and one copy of the Articles of Incorporation of the above referenced proposed Florida corporation, both executed in the presence of a notary. Also enclosed is our certified check/money order in the amount of \$122.50 for the filing fee, designation of registered agent and certified copy of the Articles.

Please process this at your earliest convenience and return the certified copy of the Articles to the undersigned at the indicated address.

Thank you for your attention to this matter.

Sincerely,



Barry N. James
1203 Clays Trail
Oldsmar, FL 34677

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 19 AM 8:23

OK 6/22/95

ARTICLES OF INCORPORATION
OF
QUALITY FOUNDATIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 19 AM 8:23

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

Article I
Name and Address

The name of the corporation is: Quality Foundations, Inc.

The principal mailing address of the corporation is: 1203 Clays Trail, Oldsmar, FL 34677.

Article II
Duration

The duration of the corporation is perpetual.

Article III
Purpose

The general purposes for which this corporation is organized are to engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article IV
Shares

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000) shares of common stock. Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

Article V
Initial Registered office and Agent

The street address of the initial Registered Office of the corporation is: 1203 Clays Trail, Oldsmar, FL 34677.

The initial registered agent of the corporation at that address is: Barry N. James.

Article VI
Initial Board of Directors

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

Barry N. James, 1203 Clays Trail, Oldsmar, FL 34677.


Article VII
Incorporator

The name and address of the incorporator of the corporation is: Barry N. James, 1203 Clays Trail, Oldsmar, FL 34677.

Article VIII
Amendment

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 15th day of June 1995.


Barry N. James
Incorporator

State of Florida
County of Pinellas

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 19 AM 8:23

The foregoing was executed before me by Barry N. James, who is known to be or who produced FL DRIVER LICENSE as identification, and who did/did not take an oath.

Signature of Notary: Lori L. Reaves

Printed name of Notary: LORI L. REAVES

My Commission expires: _____



LORI L. REAVES
COMMISSION #CC 308308
EXPIRES AUG. 17, 1997
Allstate Bonding Co., Inc.
800-732-2245

ACCEPTANCE BY DESIGNATED
REGISTERED AGENT/REGISTERED OFFICE

I, Barry N. James, having been named a Registered Agent and to accept service of process for the above named corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in that 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.

Barry N. James
Barry N. James
Registered Agent
Dated: June 15, 1995