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LAW OFFICES

RICHARD L. PEARSE, JR., P.A.

RICHARD L. PEARSE, JR.

DEBRA A. BERGERON,  
LEGAL ASSISTANT

814 CHESTNUT STREET  
CLEARWATER, FLORIDA 34616

TELEPHONE: (813) 462-9009  
FAX: (813) 449-2205

ELECTRONIC MAIL:  
RLPEARSE@NOVALINK.COM

July 31, 1995

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

500061553295  
-08/04/95--01038--010  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation of  
Quality Resource Development, Inc.

Dear Sir or Madam:

Enclosed you will find the original and one copy of Articles of Incorporation. We also enclose our check in the amount of \$122.50, representing the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	\$122.50

Please return one certified copy of the Articles of Incorporation to this office at your earliest convenience.

Thank you for your attention to this matter.

Sincerely yours,

*Richard Pearse /dab*

Richard L. Pearse, Jr.

RLP/dab

Enclosures

AUG 7 1995 BSB

FILED  
95 AUG -1, AM 9:21  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
QUALITY RESOURCE DEVELOPMENT, INC.**

FILED

95 AUG -4 AM 9:21

**Article 1. NAME.** The name of this corporation is **QUALITY RESOURCE DEVELOPMENT, INC..**

**Article 2. PRINCIPAL OFFICE.** The address of the principal office of the corporation is 10214 Hyaleah Road, Tampa, FL 33617. The mailing address of the corporation is 10214 Hyaleah Road, Tampa, FL 33617.

**Article 3. AUTHORIZED SHARES.** The corporation shall have one class of shares which shall be referred to as "common" shares. The corporation is authorized to issue 1000 common shares. The par value of the common shares of the corporation shall be \$1.00 per share.

**Article 4. PREEMPTIVE RIGHTS.** Every shareholder, upon the sale for cash of any new shares of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**Article 5. INITIAL REGISTERED OFFICE AND AGENT.** The street address of the initial registered office of this corporation is 814 Chestnut Street, Clearwater, Florida 34616, and the name of the initial Registered Agent at that address is Richard L. Pearse, Jr.

**Article 6. INCORPORATOR.** The name and address of the person subscribing to these Articles of Incorporation is:

Richard L. Pearse, Jr.  
814 Chestnut Street  
Clearwater, FL 34616

**Article 7. PURPOSE.** The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida, in accordance with and as permitted by Chapter 607, Florida Statutes.

**Article 8. INITIAL DIRECTORS.** The names and addresses of the initial Directors of this corporation are as follows:

Sandra S. Mutolo  
10214 Hyaleah Road  
Tampa, FL 33617

Cynthia L. Pearse  
1449 Wetherington Way  
Palm Harbor, FL 34683

EXECUTED by the undersigned Incorporator on this 31<sup>st</sup> day of July, 1995.

Richard L. Pearce, Jr.

Incorporator

STATE OF FLORIDA }  
COUNTY OF PINELLAS }

The foregoing Articles of Incorporation were acknowledged before me on this July 31, 1995, by Richard L. Pearce, Jr., who was personally known by me or who produced satisfactory evidence of identity, and who took an oath.

Debra A. Bergeron

Print Name: \_\_\_\_\_

Notary Public — State of Florida

Commission No.: \_\_\_\_\_

My commission expires: \_\_\_\_\_



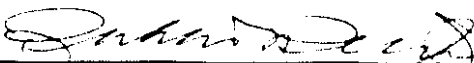
DEBRA A. BERGERON  
MY COMMISSION # CC392577 EXPIRES  
July 14, 1998  
MEMBER: THREE THIRTY FIVE INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0505, FLA. STAT. (1991) the undersigned certifies that QUALITY RESOURCE DEVELOPMENT, INC., desiring to organize or qualify under the laws of the State of Florida, has named Richard L. Pearse, Jr., whose address is 814 Chestnut Street, Clearwater, Florida 34616, as its Agent to accept Service of Process within the State of Florida.

Dated this 31<sup>st</sup> day of July, 1995.

QUALITY RESOURCE DEVELOPMENT,  
INC.

By:   
Title: Incorporator

**ACCEPTANCE OF DESIGNATION**

The undersigned, having been named to accept Service of Process for the above-stated corporation at the place designated in this Certificate, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of all required duties, with which the undersigned certifies that he is familiar.

Dated this 31<sup>st</sup> day of July, 1995.

  
RICHARD L. PEARSE, JR.

FILED  
95 AUG -4 AM 9:21  
TALLAHASSEE, FLORIDA