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96 FEB -9 PM 4:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Office Use Only

Requestor's Name

Address

City/State/Zip

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

Qualing Electronic Billing Services
c/o Gladys Hernandez
1840 West 49th Suite 220-2
Hialeah, FL 33012

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

2-13-96
[Signature]

CERTIFICATE OF INCORPORATION
OF

QUALITY ELECTRONIC BILLING SERVICES, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

The name of the corporation shall be:

QUALITY ELECTRONIC BILLING SERVICES, INC

ARTICLE TWO

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be 100 shares of stock which shall be common stock of a par value of \$ 50.00 per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

This corporation shall begin business with a minimum capital in the amount of Five Hundred (\$ 500) dollars.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The principal office of the corporation shall be located at: 1840 West 49th Street # 220-2, Hialeah, Florida 33012.

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, whom need to not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

The names and mailing addresses of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

GLADYS AND ERKIS ZARABOZO
10105 S.W. 2ND. TERRACE,
MIAMI, FLORIDA 33174
GLADYS AND IVAN ALVAREZ
10105 S.W. 2ND. TERRACE,
MIAMI, FLORIDA 33174

OFFICERS

GLADYS ZARABOZO - PRESIDENT
IVAN ALVAREZ - VICE-PRESIDENT
ERKIS ZARABOZO - TREASURER
GLADYS ALVAREZ - SECRETARY

ARTICLE NINE

The names and mailing addresses of each of the subscribers to this Certificate of Incorporation are as follows:

GLADYS ZARABOZO - 10105 S.W. 2ND. TERRACE, MIAMI, FL 33174.
ERKIS ZARABOZO - 10105 S.W. 2ND. TERRACE, MIAMI, FL 33174.
IVAN ALVAREZ - 10105 S.W. 2ND. TERRACE, MIAMI, FL 33174.
GLADYS ALVAREZ - 10105 S.W. 2ND. TERRACE, MIAMI, FL 33174.

ARTICLE TEN

This Corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN

This Corporation shall have the power to issue the whole or any part, as determined by the Board of Directors, of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

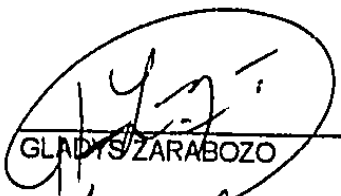

ARTICLE TWELVE

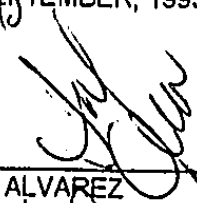
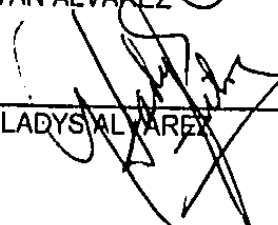
Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this Certified otherwise provide by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law, whether said stock shall be fully or partially paid, unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE THIRTEEN

This Corporation shall designate GLADYS ZARABOZO with offices located at 1840 WEST 49TH STREET, SUITE 220-2 HIALEAH, FL 33012, as its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

In witness whereof, the undersigned incorporators have hereunto set their hands and affixed their seals on this 15 day of SEPTEMBER, 1995.


GLADYS ZARABOZO

ERIKIS ZARABOZO

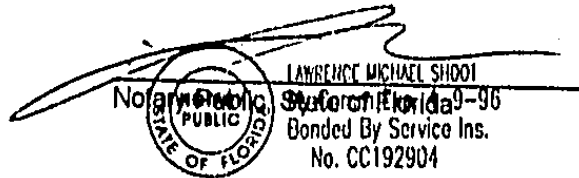

IVAN ALVAREZ

GLADYS ALVAREZ

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared: GLADYS ZARABOZO

Who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

In witness whereof, I have hereunto set my hand and official seal at Hialeah, said County and State, this 18th day of October, 1995.



My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said act:

First, That QUALITY ELECTRONIC BILLING SERVICES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Hialeah, County of Dade, State of Florida, has named:

GLADYS ZARABOZO
1840 WEST 49TH ST. # 220-2,
HIALEAH, FLORIDA 33016

as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above state corporation, at place designate in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:

GLADYS ZARABOZO

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