

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 \$ _____

P96000032764 of **No 52504**

RE: Quality Processing Certificate

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
(+) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
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 Prop.		
FAX () pgs.		
SUBTOTALS		

100001781831
 -04716796--01038--006
 *****70.00 *****70.00

APR 16 AM 9:40
 TALLAHASSEE, FL 32301
 DEPT. OF REVENUE
 DIVISION OF CORPORATIONS

PAID 4/16/94

REQUEST TAKEN CONFIRMED APPROVED
 DATE 4/16
 TIME 9:00
 BY 77 CK No. _____

WALK-IN
 Will Pick Up _____

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
QUALITY PROCESSING CENTER, INC.**

FILED
96 APR 16 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I : NAME

The name of the corporation shall be

QUALITY PROCESSING CENTER, INC.

ARTICLE II : PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

11911 U.S. Highway 1
Suite 308
Palm Beach, FL 33408

ARTICLE III : CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one tone thousand (1,000) shares having \$1.00 par value.

ARTICLE IV : INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is

Donna Klaassan
11911 U.S. Highway 1
Suite 308
Palm Beach, FL 33408

ARTICLE V : INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is

Eddie Nurieli
915 Middle River Drive
Suite 309
Ft. Lauderdale, FL 33304

ARTICLE VI : OFFICERS

The name and address of the officers and directors of the corporation are Donna Klaassen, President, Ron Davidson, Secretary and Treasurer, 11911 U.S. Highway 1, Suite 308, Palm Beach, FL 33408

The undersigned has executed these Articles of Incorporation this 10th day of April, 1996.



Signature/Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED

Pursuant to the provisions of section 607.0501, Florida Statutes, the QUALITY PROCESSING CENTER, INC. corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of FLORIDA.

1. The name of the corporation is:

QUALITY PROCESSING CENTER, INC.

2. The name and address of the registered agent and office is:

Donna Klaassen
11911 U.S. Highway 1
Suite 308
Palm Beach, FL 33408

Donna R. Klaassen
(corporate officer)

PRESIDENT
Title

4/10/96
Date

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Donna R. Klaassen
SIGNATURE

4/10/96
DATE