P96000050970 FRANK MERRIAM PALMOUR

Attorney at Law

June 4, 1996

Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Fl 32314

800001855898 -06/18/96--01198--002 ****122.50 ****122.50

W46-12393

Certificate of Incorporation of Quality Help Link, Inc.

Gentlemen:

Transmitted herewith for filing are the Articles of Incorporation of Quality Help Link, Inc. Also attached is the Designation of Resident Agent For Service of Process and Acceptance Thereof.

Enclosed is a check in the amount of \$122.50, payable to the Secretary of State of Florida in payment of all fees.

Please forward a certified copy of the Certificate of Incorporation and Designation of Resident Agent to the undersigned at:

> FRANK M. PALMOUR, ATTORNEY 38 NORTH PARK AVENUE APOPKA, FL 32703

Thank you for your assistance with this matter.

Sincerely

Yours.

FMP/mgj

Enclosure (2)

cc: W.A. Iles, (Hon. Esq.)

Frank M. Palmour

FRANK MERRIAM PALMOUR

Attorney at Law

June 11, 1996

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

Re: Quality Help Link, Inc.

To Whom It May Concern:

Enclosed is a check in the amount of \$122.50, payable to the Secretary of State of Florida, inadvertently omitted when Articles of Incorporation were recently filed.

A copy of the letter which accompanied the filing of the Articles is enclosed for your assistance.

Thank you for your help with this matter.

Sincerely Yours,

Frank M. Palmour

FMP/mgj

Enclosures (2)

ARTICLES OF INCORPORATION OF

QUALITY HELP LINK, INC.

96 JUH 13 NIH 29 The undersigned, for the purpose of forming alapropre under the Florida Business Corporation Act, adopt the ing articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is QUALITY HELP LINK, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 112 Durham Place, Longwood, Seminole County, Florida 32779-7116.

ARTICLE THREE

CORPORATE DURATION

The duration of the Corporation is perpetual.

ARTICLE FOUR

PURPOSES

The general purposes for which the corporation is organized are:

- To engage in the business of generation of creative ideas and creative writing for itself and on behalf of other persons or entities seeking its assistance.
- To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceeding business.

- 3. To engage in any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- 4. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class (common shares), and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 112 Durham Place, Longwood, Seminole County, Florida 32779-7116 and the name of its initial registered agent at such address is William A. Iles.

ARTICLE SEVEN

DIRECTORS

<u>Name</u>	Address
William A. Iles	112 Durham Place Longwood, Florida 32779-7116
David Bothe	9499 Kinverra Circle Mableton, Georgia 30059
Whitney Bothe	9499 Kinverra Circle Mableton, Georgia 30059

ARTICLE EIGHT

INCORPORATORS

Address

Name

William A. Iles 112 Durham Place Longwood, Florida 32779-7116 David Bothe 9499 Kinverra Circle Mableton, Georgia 30059 Whitney Bothe 9499 Kinverra Circle Mableton, Georgia 30059 Executed by the undereigned at the place and on the date designated by their names set forth below. executed at <u>longwood</u>, Florida (city and state) on <u>WAPVIL 1996</u> by <u>William A.</u> Executed at Mobieton, Ca. (city and state) on <u>5/28/96</u> (date) Executed at Mobiotou, Ge(city and state) on <u>5/28/96</u> (date)

CERTIFICATE OF DESIGNATION OF FILED REGISTERED AGENT AND OFFICE, AND ACCEPTANCE OF SAME BY REGISTERED AGENT 96 JUN 13 AM 10:29

PURSUANT TO THE PROVISIONS OF SECTION 607.0801 SECRETARY OF STATE Statutes, the undersigned Corporation, organized and existing under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office in the State of Florida.

- The name of the Corporation is QUALITY HELP LINK, INC.
- 2. The name and address of the Registered Agent and Office are:

William A. Iles

112 Durham Place Longwood, FL 32779-7116

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in the 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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

William A. Iles

112 Durham Place Longwood, FL 32779-7116