

**KIRKPATRICK & LOCKHART LLP**

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**P96000066883**

August 7, 1996

Secretary of State of Florida  
Corporations Division  
P O Box 6327  
Tallahassee, Florida 32301

100001916921  
-08/08/96--01031--006  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Quartz Unlimited, Inc.

**EFFECTIVE DATE**

**8-7-96**


Gentlemen:

Enclosed for filing with your offices are articles of incorporation, in duplicate, prepared for Quartz Unlimited, Inc., a proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of the following fees:

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

Please return the certified copy of the articles to me. Thank you for your cooperation with this matter.

Sincerely,

  
Jan Blanck,  
Lawyer's Assistant to  
Robert C. White, Jr.

cc: Robert C. White, Jr., Esq.

M11-106522.1

EFFECTIVE DATE  
8-7-96

**ARTICLES OF INCORPORATION  
OF  
QUARTZ UNLIMITED, INC.**

**FILED**  
96 AUG -8 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **QUARTZ UNLIMITED, INC.**, under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation (the "Corporation") is **QUARTZ UNLIMITED, INC.**

**ARTICLE II**

**ADDRESS**

The street address of this Corporation shall be c/o Kirkpatrick & Lockhart, LLP, 20th Floor, 201 South Biscayne Boulevard, Miami, Florida 33131.

**ARTICLE III**

**DURATION AND COMMENCEMENT OF EXISTENCE**

The duration of the Corporation shall be perpetual commencing on August 7, 1996.

**ARTICLE IV**

**PURPOSE**

The purpose of this Corporation shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Robert C. White, Jr.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Robert C. White, Jr.	c/o Kirkpatrick & Lockhart LLP 201 South Biscayne Boulevard 20th Floor Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of August, 1996.

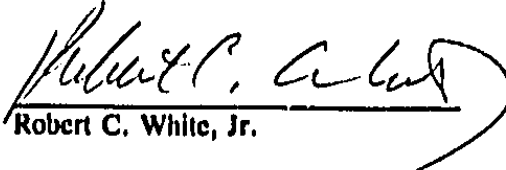
  
Robert C. White, Jr.,  
Incorporator

**CERTIFICATE OF REGISTERED AGENT  
OF  
QUARTZ UNLIMITED, INC.**

**FILED**  
96 AUG -8 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for QUARTZ UNLIMITED, INC., at the place designated in the foregoing Articles of Incorporation, Robert C. White, Jr. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

**DATED: August 7, 1996**

  
Robert C. White, Jr.