

(SAMPLE LETTER OF TRANSMITTAL)

P96000067839
Date 4/18/96

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

411010111 218306114
04/22/96--01040--010
****122.50 ****122.50

Re: All Quality Plus Service, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check for the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Registered Agent Designation for the above named corporation.

Very truly yours,

Hernan E Cruz
HERNAN E CRUZ
(individual's name)

All Quality Plus Service, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
4471 N.W. 36 ST, #245		
Miami Springs, FL 33166		
PHONE		
(305)	805 5505	
Area Code	Number	Ext.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 18, 1996

HERNAN E. CRUZ
4471 NW 36TH ST #245
MIAMI SPRINGS, FL 33166

SUBJECT: ALL QUALITY PLUS SERVICE, INC.
Ref. Number: W96000012891

We have received your document for ALL QUALITY PLUS SERVICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 696A00030114

96-67839

copy

ARTICLES OF INCORPORATION

of

All Quality Plus Service, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

All Quality Plus Service, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 51 shares (51) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Hernan E. Cruz</u>		
ADDRESS	<u>1023 S.W. 11 Street</u>		
CITY	<u>Miami</u>	FLORIDA	ZIP <u>33129</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>All Quality Plus Service, Inc.</u>		
ADDRESS	<u>4471 N.W. 36 Street, Suite 245</u>		
CITY	<u>Miami Springs</u>	FLORIDA	ZIP <u>33166</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Hernan E. Cruz</u>		
ADDRESS	<u>1023 S.W. 11 Street</u>		
CITY	<u>Miami</u>	STATE <u>FL</u>	ZIP <u>33129</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Hernan E. Cruz		
ADDRESS	1023 S.W. 11 Street		
CITY	Miami	STATE	FL ZIP 33129
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of June 14, 1996.

(Seal)

(Seal)

(Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
96 AUG 20 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

All Quality Plus Service, Inc.
(name of corporation)

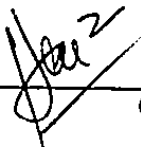
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1023 S.W. 11th Street
Miami, Fl. 33129

has named Hernan E. Cruz
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)