

KATTOURA & ASSOCIATES, INC.

ACCOUNTING, BOOKKEEPING & TAX SERVICES

One S. Ocean Blvd, #212
Boca Raton, FL 33432
TEL: (561) 362-0491

P.O. Box 728
Boca Raton, FL 33429
FAX: (561) 394-5134

National Society of Tax Professionals

P96000085324

August 12, 1996

Secretary of State
Division of Corporation
Tallahassee, FL 32399

Dear Sirs,

Please find enclosed the articles of incorporation for A Quality Choice, Inc. along with a check in the amount of \$ 122.50 for the filing fees.

Please send return the certificate and articles to the address above.
Thank you for your cooperation to our request.

Sincerely yours,



Andre K. Kattoura

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****122.50 ****122.50

OCT 4 1996 BSB

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W96-21058

FILED
96 OCT 16 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 4, 1996

KATTOURA & ASSOCIATES, INC.
P. O. BOX 728
BOCA RATON, FL 33429

SUBJECT: A. QUALITY CHOICE, INC.
Ref. Number: W96000021058

We have received your document for A. QUALITY CHOICE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The designation of the registered agent must be at a Florida street address.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 896A00045502

KATTOURA & ASSOCIATES, INC.

ACCOUNTING, BOOKKEEPING & TAX SERVICES

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Boca Raton, FL 33429
FAX: (561) 394-5134

National Society of Tax Professional

October 14, 1996

Secretary of State
Division Of Corporation
Tallahassee, FL 32399

Ref: A Quality Choice, Inc.
W96000021058

Dear Sirs,

We have received your document regarding the above corporation for having a Florida Street Address.

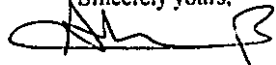
1720 Cleveland Street #101 W
Hollywood, FL 33020

We also enclosed the first two pages of the article reflecting the changes of address.
We would appreciate it if you expedite this process.

Thank for your cooperation in this matter.

If you have any further questions, please do not hesitate to contact us.

Sincerely yours,



Andre K. Kattoura

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
A. QUALITY CHOICE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1. NAME. The name of the corporation is: A QUALITY CHOICE, INC.

ARTICLE 2. DURATION. The duration of the corporation is perpetual.

ARTICLE 3. PURPOSE. The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE 4. CAPITAL STOCK. The aggregate number of shares which the corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial principal office of the Corporation is 1720 Cleveland Street #101 W, Hollywood, FL 33020, and the name and address of its initial Registered Agent is Lanette Campos, 1720 Cleveland Street #101 W, Hollywood, FL 33020.

ARTICLE 6. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

1. Lanette Campos

1720 Cleveland Street #101 W
Hollywood, FL 33020

ARTICLE 7. INCORPORATORS. The name and address of each Incorporator is as follows:

11. Lanette Campos

P.O. Box 220394
Hollywood, FL 33022

ARTICLE 8. AMENDMENT. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE 9. INDEMNIFICATION. The corporation shall indemnify any incorporator, officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 8th day of AUGUST, 1996


LANETTE CAMPOS

STATE OF FLORIDA }
COUNTY OF PALM BEACH }

Before me personally appeared
to me well known and known to me to be the person described in and who executed the
foregoing Articles of Incorporation and acknowledged to and before me that they
executed said instrument for the purposes therein expressed.

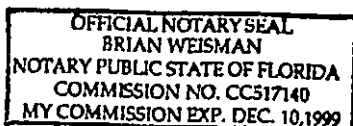
SL. C512 - 520-66-5110
DI.#

WITNESS, my hand and official seal this 8 day of AUGUST,
1996


Notary Public, State of Florida at large
BRIAN WEISMAN

(SEAL)

My commission expires: Dec 10, 1999



FILED

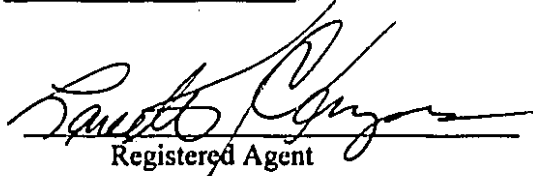
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **A**
QUALITY CHOICE, INC. which is contained in the foregoing Articles of
Incorporation.

Dated this 8 day of AUGUST, 1996.


Registered Agent


BRIAN WEISMAN

