

P96000090571

October 24, 1996



QUADRES

Secretary of State
State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: O'BRIEN - NEWMAN, INC.

400001993284--3
-10/31/96--01127--017
****122.50 ****122.50

Ladies/Gentlemen:

Enclosed please find original Articles of Incorporation for the Florida corporation proposed above, along with a check in the amount of \$122.50, representing the filing fees, certified copy fee and Registered Agent designation fee for same. Please file the enclosure at your earliest convenience and return a certified copy of the filed Articles with the letter from the Secretary of State in the envelope provided.

Thank you for your attention to this matter. Please feel free to contact me should you have any questions.

Sincerely,

David R. Webster
DRW/mz
Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 31 AM 10:33

REAL ESTATE
AND
FACILITIES OUTSOURCING

QUADRES CORPORATION

CLEVELAND OFFICE

4141 ROCKSIDE ROAD

SUITE 250

CLEVELAND, OHIO 44131

PHONE

{216} 573 2770

{800} 573 2770

FAX

{216} 573 2774

g/j/5/96

**ARTICLES OF INCORPORATION
OF
O'BRIEN - NEWMAN, INC.**

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

ARTICLE I. NAME

The name of this corporation shall be **O'BRIEN - NEWMAN, INC.**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value.

ARTICLE IV. REGISTERED AGENT AND REGISTERED ADDRESS

The name of the initial registered agent of the corporation at the address shown below is ANDREW W. O'BRIEN. The street address of the initial registered office of the corporation shall be 1300 North Federal Highway, Suite 106, Boca Raton, Florida 33432. By executing these Articles of Incorporation, the registered agent does additionally acknowledge familiarity with and does accept the duties and responsibilities as registered agent for the corporation.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE IV. PRINCIPAL OFFICE

The mailing address of the principal office of the corporation shall 1300 North Federal Highway, Suite 106, Boca Raton, Florida 33432.

ARTICLE VI. DIRECTORS

The number of directors of this corporation shall be not less than one. The number of directors may be increased from time to time by the By-Laws adopted by the shareholders.

ARTICLE VII. INITIAL DIRECTORS

The name and street address of the initial Directors are

ANDREW W. O'BRIEN
1300 North Federal Highway
Suite 106
Boca Raton, Florida 33432

GENE W. NEWMAN
1300 North Federal Highway
Suite 106
Boca Raton, Florida 33432

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any officer, director or employee of the corporation, or any former officer, director or employee of the corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE IX. AMENDMENT

Unless otherwise set forth herein, the corporation reserves the right, in accordance with the Florida General Corporation Act, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X. INCORPORATOR

The name and address of the Incorporator of this corporation is ANDREW W. O'BRIEN, 1300 North Federal Highway, Suite 106, Boca Raton, Florida 33432.

IN WITNESS WHEREOF, the above named Incorporator has made, subscribed and acknowledged these Articles of Incorporation on this 22 day of October, 1996.

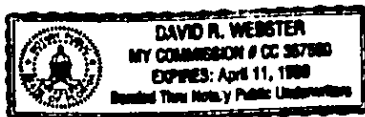

ANDREW W. O'BRIEN, Incorporator

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this October 22, 1996, by ANDREW W. O'BRIEN, who is personally known to me or who has produced _____, as identification and who did not take an oath.

My commission expires:


NOTARY PUBLIC



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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