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Transmittal Letter

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-11/13/96--01152--029
****131.25 ****131.25

Proposed Corporate Name: **Quid Pro Quo, Inc.**
("Tit for Tat" - Doing something for one another)

Enclosed is an original and two (2) copies of the Articles of Incorporation and a Money Order for:

<input type="checkbox"/>	\$70.00	Filing Fee
<input type="checkbox"/>	\$78.75	Filing Fee & Certificate
<input type="checkbox"/>	\$122.50	Filing Fee & Certified Copy
<input checked="" type="checkbox"/>	\$131.25	Filing Fee, Certified Copy, & Certificate

From:

Len O. Holloway
6545 S.W. 99 Avenue
Miami, FL 33173
305-270-8020

Dmc
11/14/96

FILED
96 NOV 12 PM 1:48
TALLAHASSEE, FLORIDA

Articles of Incorporation

of

Quid Pro Quo, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I **NAME**

The name of the corporation is **Quid Pro Quo, Inc.** The mailing address of the corporation shall be:

Quid Pro Quo, Inc.
c/o Len O. Holloway
6545 S.W. 99 Avenue
Miami, FL 33173

ARTICLE II **DURATION**

The corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III **PURPOSE**

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV **POWERS**

The corporation shall have the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V
CAPITAL STOCK

The corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

Len O. Holloway
6545 S.W. 99 Avenue
Miami, FL 33173

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

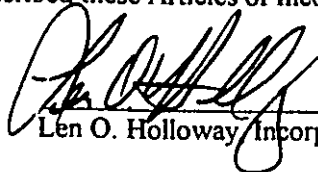
The street address of the initial registered office of this corporation is:

6545 S.W. 99 Avenue
Miami, FL 33173

and the name of the initial registered agent of this corporation at that address is:

Len O. Holloway

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 8th day of April, 1996.



Len O. Holloway, Incorporator

ACCEPTANCE OF REGISTERED AGENT

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Having been named as registered agent and to accept services of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this statement to be signed on the 8th day of November, 1996.

By 