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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA
CONTACT: JULIO C EXQUIVEL
PHONE: (813)977-5203

ACCT#: 105404002242

FAX #: (813)632-2797

NAME Q MANAGEMENT INCORPORATED

AUDIT NUMBER.....H96000017740

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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Corporate Creations®

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15210 Amberly Drive • Suite 328
Tampa FL 33647

Corporate Creations

Tel (813) 977-5203

Fax (813) 632-2797

January 8, 1997

 Bobby Cox

Florida Secretary of State
Division of Corporations
PO BOX 6327
Tallahassee FL 32314
Fax 904-922-4001

re: Q Management Corporation - document number P96000102493 (the "Company")

Dear Ms. Cox:

The president of the Company, Mr. Akhtar Quraishi, is aware that there is exist a Florida Corporation by the name of Que Management Corp. Nevertheless, he wishes to continue using the name Q Management Corporation for his Company.

Please call me directly if you have any questions or comments.

Sincerely,


Julio C. Esquivel
President

julio@corpcreations.com

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Articles of Incorporation
of
Q Management Incorporated

EFFECTIVE DATE
12/18/96

Article I. Name

The name of this Florida corporation is:
Q Management Incorporated

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Article II. Address

The mailing address of the Corporation is:
Q Management Incorporated
P.O. Box 2076
Fort Pierce FL 34954

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:
Akhtar Quraishi
1122 Colonades Plaza
Fort Pierce FL 34949

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name of each initial member of the Corporation's Board of Directors is:

Akhtar Quraishi

Article VI. Incorporator

The name and address of the incorporator is:

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15210 Amberly Drive • Suite 328
Tampa FL 33647

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 18, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on December 18, 1996

Corporate Creations

By: 

Julio C. Esquivel President

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Q Management Incorporated

REGISTERED AGENT:
Akhtar Quraishi
1122 Colonades Plaza
Fort Pierce FL 34949

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Akhtar Quraishi

Date: December 18, 1996

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