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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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NAME: IQ SERVICES GROUP, INC.

AUDIT NUMBER.....H97000005533

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

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
IQ SERVICES GROUP, INC.

FILED
97 APR -3 PM 4:36
TALLAHASSEE, FL
SECRETARY OF STATE

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is IQ SERVICES GROUP, INC., its principal office address is 11138 - 59th Avenue N., Seminole, FL 33772, and its mailing address is P.O. Box 7354, Seminole, FL 33775-7354.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation shall be authorized to issue two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of Stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock are as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	\$.01	10,000 Shares
Class B Non-Voting Common	\$.01	10,000 Shares

All subscriptions of said stock shall be paid for in lawful money of the United States of America or in property, labor, or services, at a just valuation to be fixed by the Board of Directors at a meeting called for such purposes; and property, labor or services may also be purchased or paid for with the capital stock of this corporation at a just valuation to be fixed by the Board of Directors and the Corporation may from time to time increase its capital stock to any amount authorized by law.

Prepared by:
Robert Kapusta, Jr., Esq.
FBN 441538
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
(813) 822-2033

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ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 11138 - 59th Avenue N., Seminole, FL 33772, and the name of the initial registered agent is Thomas F. Harrison, Jr.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME**ADDRESS**

Thomas F. Harrison, Jr.

P.O. Box 7354
Seminole, FL 33775-7354**ARTICLE 7: INCORPORATOR**

The name and address of each person signing these Articles is:

NAME**ADDRESS**

Thomas F. Harrison, Jr.

P.O. Box 7354
Seminole, FL 33775-7354**ARTICLE 8: PREEMPTIVE RIGHTS**

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 9: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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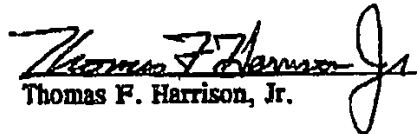
ARTICLE 10: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 11: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

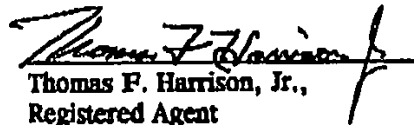
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3RD day of April, 1997.


Thomas F. Harrison, Jr.
"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 3RD day of April, 1997.


Thomas F. Harrison, Jr.,
Registered Agent

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