

P97000052370

Quality Clean Air Systems, Inc.

209 North Seacrest Blvd
Boynton Beach, FL 33435

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

June 9, 1997

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-06/12/97--01042--002
*****70.00 *****70.00

RE: Quality Clean Air Systems, Inc.

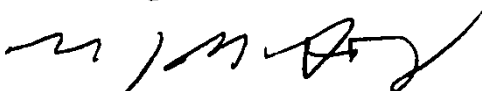
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named entity, together with a check in the amount of \$70.

This represents the cost of the Filing Fees and the fee for Registered Agent Designation for the above named entity.

We appreciate your cooperation in this matter. If we can provide any additional information or be of any further assistance, please do not hesitate to contact us.

Sincerely,



Michael J. McGoey
President

Quality Clean Air Systems, Inc.

enclosures

MICHAEL J. MCGOEY, CPA
209 NORTH SEACREST BOULEVARD
BOYNTON BEACH, FL 33435
407-734-6600

FILED
97 JUN 12 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Michael gave
AUTHORIZATION BY PHONE TO
CORRECT Article 3
DATE 6-13-97
DOC. EXAM. BM

BM 6/13/97

ARTICLES OF INCORPORATION

We, the Undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the **STATE OF FLORIDA** providing for the formation, liability, rights, privileges and immunities of corporation for profit.

ARTICLE I, NAME

The name of the Corporation shall be:

Quality Clean Air Systems, Inc.

ARTICLES II, NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is six hundred (600) shares of common stock, of One Dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than six hundred dollars (\$600).

ARTICLE V, TERM OF EXISTENCE

This corporation is to have perpetual existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI, ADDRESS

The initial address in the State of Florida of the principal offices of the Corporation shall be:

Quality Clean Air Systems, Inc.
209 North Seacrest Blvd
Boynton Beach, FL 33435

The Board of Directors may from time to time move the Principal Offices of the Corporation to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director(s) initially.

The number of Directors may be either increased or diminished by the by-laws adopted by the shareholder(s) but shall never be less than one. The name and address of the initial Director(s) of this Corporation are as follows:

Michael J. McGoey
209 North Seacrest Blvd
Boynton Beach, FL 33435

ARTICLE VIII, Inc. ORPATOR(S)

The names and address of the incorporator(s) are as follows:

Michael J. McGoey
209 North Seacrest Blvd
Boynton Beach, FL 33435

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Section 607.325, Florida Statutes, the following is submitted:

The Corporation has named Michael J. McGoey, who is located at:

209 North Seacrest Blvd
Boynton Beach, FL 33435

as its agent to accept service of process within Florida.

Having been named to accept Service of Process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper performance of my duties, and I accept the duties and obligation of Florida Statutes.

Date 6/6/97

Signed [Signature]

In witness whereof, the undersigned, as subscribing incorporator(s), have hereunto set our hands and seals this _____ day of _____ for the purpose of forming this Corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of State, Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

[Signature]
Michael J. McGoey

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97 JUN 12 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

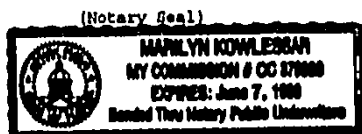
STATE OF FLORIDA)
COUNTY OF Boynton Beach) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared:

Michael J. McGoey

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS HEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 6th day of June, 1997.



Marilyn Kowlessan
(Notary Public, State of Florida at Large)
My Commission Expires: 6/6/97