

P9 7000066112

TRANSMITTAL LETTER

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

Subject: *ALL QUALITY PERFORMANCE, INC.* 700002249727--8
-07/28/97--01163--012
****122.50 ****122.50

Enclose is an original and one (1) copy of the article of incorporation and a check for :

(✓) \$122.50 Filing fee & certified copy.

From: Luis E. Diaz
4480 nw 79th Ave. # 1E
Miami, FL 33166
(305) 406-3086

FILED
97 JUL 28 AM 9:10
TALLAHASSEE, FLORIDA

Joyce GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article 1
DATE 7/31
DOC. EXAM. Bm

Bm 7/31/97

**ARTICAL OF INCORPORATION
OF
ALL QUALITY PERFORMANCE , INC.**

FILED
97 JUL 28 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation [which is hereinafter called the
"Corporation"] is: *ALL QUALITY PERFORMANCE , INC.*

ARTICLE II

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the law of the State of Florida.

ARTICLE III

This corporation is organized for the purpose of transacting any and all business permitted under the law of the UNITED STATES and of the STATE OF FLORIDA.

ARTICLE IV

This Corporation is authorized to issue ONE HUNDRED [100] shares of \$1.00 par value common stock, which shall be designated "common stock".

ARTICLE V

Every shareholder, upon the sale for each of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof [as nearly as may be done without issuance of fractional shares] at the price at which is offered to others.

ARTICLE VI

The street address of the initial registered office of this corporation is 4480 NW 79TH AVE BUILD N5 # 1E MIAMI, FL 33166 and the name of the initial registered agent of this corporation at the address is LUIS E. DIAZ.

ARTICLE VII

This corporation shall have ONE director [s] initially. The number of directors may be either increased or diminished from time to time by the bylaw but shall never be less than ONE. The name [s] nd address [es] of the inital director [s] of this corporation is [are]:

LUIS E. DIAZ
4480 nw 79th ave # 1E

DIRECTOR
Miami, FL 33166

ARTICLE VIII

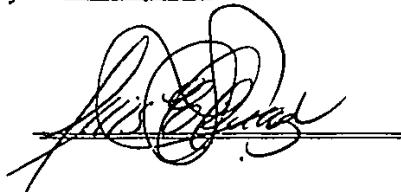
The corporation shall indemnify any officer or any former officer of director, to the full extent permitted by law.

ARTICLE IX

The name and address [es] of the person [s] signing these articles is [are]:

LUIS E. DIAZ 4480 NW 79TH AVE
 APT. # 1 E
 MIAMI, FL 33166

IN WITNESS WHEREOF, the undersigned [s] has [have] executed these Article of Incorporation this 16 day of JUNE, 1997.



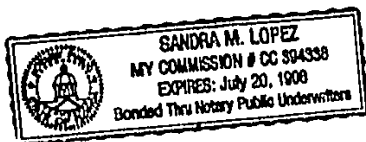
State of Florida]
County of Dade]

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared MR. LUIS E. DIAZ known to me and known by me to be the person [s] who executed the foregoing articles of incorporation, and he [they] acknowledged before me that he [they] executed those articles of incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16 day of JUNE, 1997.

My commission expires:


Notary Public, State of Florida at Large



97 JUL 28 AM 9:10
TALLAHASSEE, FLORIDA