

TRANSMITTAL LETTER

P97000069106

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG -8 AM 8:45

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

300002261463--7  
-08/08/97--01056--003  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: ERNST QUALITY SERVICES, INC.  
(Proposed corporate name - must include suffix)

~~300002261463--7~~  
~~-08/08/97--01056--003~~  
~~\*\*\*\*131.25 \*\*\*\*131.25~~

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: N. Jean Heinly-Bainer  
Name (Printed or typed)  
2905 Salerno Way  
Address  
Delray Beach, FL 33445  
City, State & Zip  
(561) 499-3102  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

rl  
8-11-97

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**ARTICLES OF INCORPORATION  
OF  
ERNST QUALITY SERVICES, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I: NAME OF CORPORATION**

The name of the Corporation shall be ERNST QUALITY SERVICES, INC.

**ARTICLE II: PURPOSE**

The purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated pursuant to the Florida Business Corporation, Chapter 607, Florida Statutes, as amended.

**ARTICLE III: PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is 2905 Salerno Way,  
Delray Beach, FL 33445.

#### **ARTICLE IV: TERM OF EXISTENCE**

The Corporation shall exist perpetually.

#### **ARTICLE V: CAPITAL STOCK**

The total authorized capital stock of the corporation shall be One Thousand (1,000) shares of common stock having a par value of \$.01 per share.

#### **ARTICLE VI: REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is 2905 Salerno Way, Delray Beach, FL 33445. The name of the initial registered agent at that address is N. Jean Heinly-Bainer.

#### **ARTICLE VII: BOARD OF DIRECTORS**

The business of the Corporation shall be managed by its board of directors, the number of which shall be determined in accordance with the Corporation's bylaws. Initially the board of directors shall consist of two (2) members, the name and address of whom is:

<u>NAME</u>	<u>ADDRESS</u>
Eric N. Ernst	2905 Salerno Way Delray Beach, FL 33445
N. Jean Heinly-Bainer	2905 Salerno Way Delray Beach, FL 33445

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### ARTICLE VIII: PREEMPTIVE RIGHTS

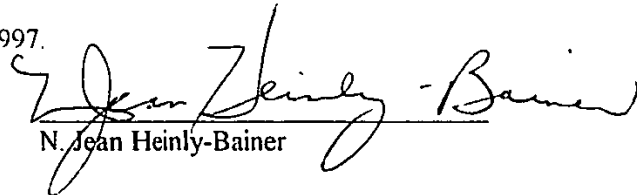
Holders of common stock of the Corporation shall have the right to subscribe for and purchase their pro rata shares of any new common stock which may be issued by the Corporation at the price at which the new common stock is offered to others.

### ARTICLE IX: INCORPORATOR

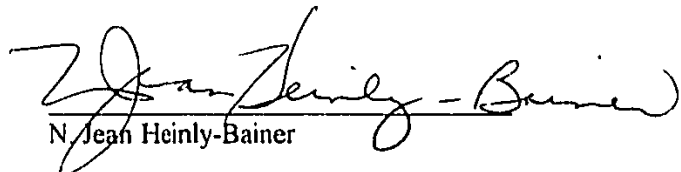
The name and address of the person signing these Articles of Incorporation as  
Incorporator is:

N. Jean Heinly-Bainer  
2905 Salerno Way  
Delray Beach, FL 33445

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles  
of Incorporation this 1st day of August, 1997.

  
N. Jean Heinly-Bainer

The undersigned, named as the registered agent in Article VI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that she is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.325.

  
N. Jean Heinly-Bainer