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MARIETTE SOTO  
2748 N.E. 12<sup>TH</sup> AVENUE  
POMPANO BEACH, FL 33064

August 16, 1997

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-08/20/97--01011--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

SUBJECT: A.J. QUALITY INSURANCE AGENCY, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75, representing the fee for filing the same and the issuance of a certificate.

Should you have any questions regarding the enclosures, you may contact me during the daytime at (954) 316-8050.

Sincerely,

  
Mariette Soto

FILED  
97 AUG 20 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A.J. QUALITY INSURANCE AGENCY, INC.

FILED  
97 AUG 20 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of the Corporation is: A.J. QUALITY INSURANCE AGENCY, INC.

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of filing of these Articles of Incorporation.

ARTICLE III.

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

ARTICLE IV.

This corporation is authorized to issue 1,000 shares of common stock at a par value of \$10.00 for each share of common stock, which shall be designated as "Common Shares".

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the Corporation shall be payable to and distributed ratable among the holders of record of the Common Shares.

SECTION II.

VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common shares.

ARTICLE VI.

The street address of the initial principal office of this Corporation is:

4860 South State Road 7, Bay H, Hollywood, FL 33314

and the name of the initial registered agent of this Corporation and his address is:

Rafael J. Vazquez  
4860 South State Road 7, Bay H  
Hollywood, FL 33314

ARTICLE VII.

This corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII.

The name and address of the incorporators of these Articles of Incorporation are:

(1) Mariette Soto  
2748 N.E. 12<sup>th</sup> Avenue  
Pompano Beach, FL 33064

(2) Carmen S. Romero-Tejeda  
4201 SW 53<sup>rd</sup> Court #West  
Ft. Lauderdale, FL 33314

#### ARTICLE IX.

##### AMENDMENT

This corporation reserves the right and power to amend, adopt, alter or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE X.

Special meetings of shareholders may be called by any shareholder owning at least Fifty (50%) percent of the shares of stock entitled to vote.

#### ARTICLE XI.

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XII.

At each such election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII.

PURPOSE


To carry on and conduct in all its branches and departments, as principal or agent, for general purposes, all business incidental or in any way connected therewith.

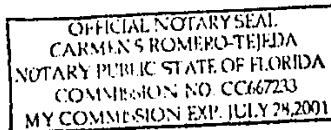
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 16<sup>th</sup> day of August 1997.

  
MARIETTE SOTO

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared Mariette Soto, personally known to me who did take an oath and that he executed the foregoing ARTICLES OF INCORPORATION for the purposes expressed therein.

ACKNOWLEDGED BEFORE ME AND IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 16<sup>th</sup> day of August 1997.

  
NOTARY PUBLIC, State of Florida  
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST THAT A.J. QUALITY INSURANCE AGENCY, INC. IS DESIRING TO  
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT:

4860 South State Road 7, Bay H  
Hollywood, FL 33314

AND HAS NAMED:

RAFAEL J. VAZQUEZ

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

A.J. QUALITY INSURANCE AGENCY, INC.

BY:

*Mariette Soto*  
MARIETTE SOTO

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

BY:

*Rafael J. Vazquez*  
RAFAEL J. VAZQUEZ

STATE OF FLORIDA  
COUNTY OF BROWARD

SWORN TO AND SUBSCRIBE before me, this 16<sup>TH</sup> day of August 1997.

*Carmen S. Romero-Tejeda*  
NOTARY PUBLIC, State of Florida  
My Commission Expires:

OFFICIAL NOTARY SEAL  
CARMEN S. ROMERO-TEJEDA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC667233  
MY COMMISSION EXP. JULY 29, 2001