

P970000 73412
J & M Tax Service, Inc.

Prompt - Personal - Professional
2263 NW Boca Raton Blvd. Suite 205 Boca Raton, FL 33431
(407) 750-8299 FAX (407) 750-8330

May 13, 1997

Department of State
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

700002180117--3
-05/15/97--01087--020
****122.50 ****122.50

Dear Sirs:

Enclosed is the Articles of Incorporation for QUICKTRADES, INC.
with our check for \$122.50.

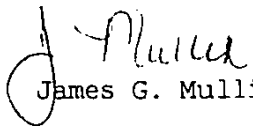
The corporate name shall read QUICKTRADES, INC.

Please process promptly and return to our office.

Thank you for your assistance.

Sincerely,

J & M TAX SERVICE, INC.


James G. Mullin, V.P.

FILED
97 AUG 25 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-11698

(5)

B. REGISTERED AUG 25 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1997

JAMES G. MULLIN
J & M TAX SERVICE, INC.
2263 NW BOCA RATON BLVD., SUITE 205
BOCA RATON, FL 33431

SUBJECT: QUICKTRADES, INC.
Ref. Number: W97000011698

We have received your document for QUICKTRADES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 597A00026980

J & M Tax Service, Inc.

Prompt - Personal - Professional
2263 NW Boca Raton Blvd. Suite 205 Boca Raton, FL 33431
(561) 750-8299 FAX (561) 750-8330

August 19, 1997

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

Re: QUICKTRADES, INC.
REF. NUMBER: W97000011698

To Whom it May Concern:

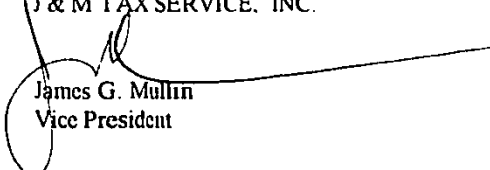
Enclosed please find your letter dated May 20, 1997 regarding the above mentioned corporation. You have informed us that the name we selected is unavailable. We respectfully resubmit our request for the name of Quicktrades, Inc.

On August 23, 1997 the corporation Quick Trading Corporation will be dissolved and as a result make available our requested name.

Please feel free to contact our office if you need any further information.

Sincerely,

J & M TAX SERVICE, INC.



James G. Mullin
Vice President

**ARTICLES OF INCORPORATION
OF
QUICKTRADES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation is QUICKTRADES, INC.

**ARTICLE II
PURPOSE**

This corporation is organized for the purpose of scheduling, rescheduling, and exchanging trips for airline personnel , and all other related activities permitted under the laws of the State of Florida and the United States of America.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE IV
TERMS OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V
OFFICERS DIRECTORS**

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The name of the initial officer and director of this corporation is:

Maria-Elena Alfonso 205 SE 4th Terrace North, Dania, Fl 33004

Scott Tomlinson 995 Weeping Willow Way, Hollywood, Fl 33019

Dave Walgrave 209 SE 4th Terrace, Dania, Fl 33004

Shauna Walgrave 209 SE 4th Terrace, Dania, Fl 33004

ARTICLE VI

FILED
97 AUG 25 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this corporation.

ARTICLE VII INITIAL REGISTERED AGENT

The name of the initial Registered Agent of this corporation is James G. Mullin, 2263 N.W. Boca Raton Blvd., #205, Boca Raton, Florida 33431.

ARTICLE VIII INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer of Director, to the full extent permitted by law.

ARTICLE IX CORPORATE ADDRESS

The initial address in the State of principal office of the corporation shall be:

205 SE 4th Terrace North, Dania, Florida 33004.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE X AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI SUB-CHAPTER S CORPORATION

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII
INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation are:

Maria-Elena Alfonso, 205 SE 4th Terrace North, Dania, Fl 33004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9 day of MAY, 1997.

Maria Elena Alfonso

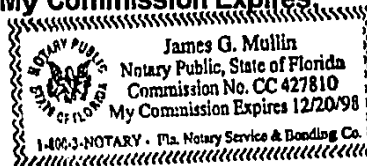
STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments, in the State and County aforesaid, personally appeared Maria-Elena Alfonso, being personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed same for the purposes there expressed.

IN WITNESS HEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 9 of MAY, 1997.

James G. Mullin
Notary Public, State of Florida
at Large

My Commission Expires:



**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating office/registered agent, in the State of Florida.

1. The name of the Corporation is: QUICKTRADES, INC.
2. The name and address of the registered agent and office is: JAMES G. MULLIN, 2263 NW Boca Raton Blvd., #205, Boca Raton, FL 33431.

SIGNATURE

Maria Elena Alfonso
(Corporate Officer)

TITLE:

Vice President

DATE:

5/9/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEARBY 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE:

J. G. Mullin
(Registered Agent)

DATE:

5/9/97

FILED
97 AUG 25 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA