

P98000009135

1/28/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:06 PM

((~~H98000001859~~ 1))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
TRANSQUEST Group Inc.

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: TRANSQUEST INC.

AUDIT NUMBER.....H98000001859

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED

98 JAN 29 AM 10:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. McKnight JAN 29 1998

H98000001859

ARTICLES OF INCORPORATION
OF
TRANSQUEST GROUP INC.

FILED
98 JAN 29 AM 10:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE: TRANSQUEST GROUP INC.

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

8600 N.W. 64 STREET SUITE # 4
MIAMI, FL 33166

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF COMMON STOCK, PAR VALUE \$ 1.00 PER SHARE.

Prepared By: ANDRADE & HERNANDEZ PAZOS & CO.
520 BILTMORE WAY
CORAL GABLES, FL 33134
(305) 444-8800

H98000001859

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICER AND DIRECTOR, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION'S EXISTENCE UNTIL HIS SUCCESSORS ARE ELECTED IS:

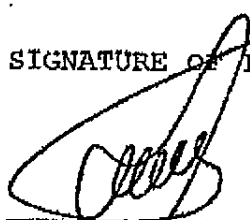
PRESIDENT	DIOGO ARA Jr. 8600 NW 64 STREET SUITE #4 MIAMI, FL 33166
SECRETARY	SANDRA ARA 8600 NW 64 STREET SUITE # 4 MIAMI, FL 33166
VICE PRESIDENT	DEBORAH PINI ROSALEM 8600 NW 64 STREET SUITE #4 MIAMI, FL. 33166

ARTICLE VI: INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

DIOGO ARA Jr.
8600 NW 64 STREET SUITE # 4
MIAMI, FL 33166

SIGNATURE OF INCORPORATOR



DIOGO ARA Jr.
DATE: JANUARY 27, 1998

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: TRANSQUEST GROUP INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
DIOGO ARA Jr.
8600 N.W. 64 STREET SUITE # 4
MIAMI, FL 33166

SIGNATURE:


DIOGO ARA Jr.
DATE: JANUARY 27, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


DIOGO ARA Jr., PRESIDENT
DATE: JANUARY 27, 1998

(F.A. TRANSQUEST)

FILED
98 JAN 29 AM 10:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA