

P98000013407

Date February 5, 1998

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

Re: Quantum Energy Magnets, Inc.
(name of corporation)

800002425638--2
-02/09/98--01147--009
***122.50 ***122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

x Herold Humphreys
(individual's name)

Quantum Energy Magnets, Inc.
(name of corporation)

| MAILING ADDRESS OF CORPORATION | |
|--------------------------------|--|
| 4926 Indian Springs Ct. | |
| Plant City | SECRETARY OF STATE TALLAHASSEE, FLORIDA |
| | |
| PHONE | |
| (813) 764-8258 | |
| Area Code | Number |

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ARTICLES OF INCORPORATION

of

Quantum Energy Magnets, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Quantum Energy Magnets, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred Thousand shares (100,000) of one cent Dollar(s) (\$.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|-------------------------------------|---------|------------------|
| NAME | <u>Quantum Energy Magnets, Inc.</u> | | |
| ADDRESS | <u>4926 Indian Springs Ct.</u> | | |
| CITY | <u>Plant City</u> | FLORIDA | ZIP <u>33565</u> |

The name and street address of the Initial Registered Agent of this Corporation is:

| | | | |
|---------|--------------------------------|---------|------------------|
| NAME | <u>Garnette A. Humphreys</u> | | |
| ADDRESS | <u>4926 Indian Springs Ct.</u> | | |
| CITY | <u>Plant City</u> | FLORIDA | ZIP <u>33565</u> |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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). The names and addresses of the initial director(s) of the corporation are as follows:

| | | | |
|---------|--------------------------------|-----------------|------------------|
| NAME | <u>Garnette A. Humphreys</u> | | |
| ADDRESS | <u>4926 Indian Springs Ct.</u> | | |
| CITY | <u>Plant City</u> | STATE <u>FL</u> | ZIP <u>33565</u> |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

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TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|------------------------------|-------|----------------------------|
| NAME | <u>Garnette A. Humphreys</u> | | |
| ADDRESS | <u>4926 Indian Springs</u> | | |
| CITY | <u>Plant City</u> | STATE | <u>FL</u> ZIP <u>33565</u> |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 5th day of February, 1998.

* Garnette A. Humphreys (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)

COUNTY OF Hillsborough) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Garnette Humphreys

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 5th day of February, 1998.

(Notary Seal)

Sara H. Hildreth
 (Notary Public, State of Florida at Large)

My Commission expires:

SARA H. HILDRETH
 Notary Public, State of Florida
 My Comm. Expires June 9, 1998
 No. CC 380984
 Bonded thru Official Notary Service

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Quantum Energy Magnets, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 4926 Indian Springs Ct.
Plant City, FL 33565

has named Garnette A. Humphreys

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

+ Garnette A. Humphreys
(registered agent)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA