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QualitiCraft Inc.
3405 Pinewalk Drive N
Suite 207
Margate, FL 33063

State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Fla 32314

500002442825--7
-02/27/98--01080--001
*****75.00 *****75.00

Dear Sir/Madam:

Enclosed are an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy and return the copy to me.

Also, enclosed is a check for \$70.00 covering the filing fee for the Articles of Incorporation and Registered Agent Designation Filing Fee.

If the corporation name is not available, please call us immediately. Thank you for your cooperation.

Sincerely,


Adrienne De Rienzo

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 27 AM 9:23

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**ARTICLES OF INCORPORATION
OF
QualitiCraft, Inc.**

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
FEB 27 AM 9:23
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I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be QualitiCraft Inc. and the initial address of this corporation shall be 3405 Pinewalk Drive North, Suite 207, Margate, Florida 33063.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of shares Authorized	Par value per share	Class of
----- 100	----- \$1.00	----- Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 3405 Pinewalk Drive North, 207 , Margate, Florida 33063, with the privilege of having its office and branch offices at the other places within or without the State of Florida. The initial registered agent at that address shall be Adrienne De Rienzo.

ARTICLE VI

This corporation shall have one director initially. The name and street address of the initial director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

**Adrienne De Rienzo
3405 Pinewalk Drive North
Suite 207
Margate, Fl 33063**

ARTICLE VII

The corporation shall have one officer initially. The name and street address of the initial officer who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

**Adrienne De Rienzo
3405 Pinewalk Drive North
Suite 207
Margate, Fl 33063**

ARTICLE VIII

The name and address of the incorporator is Adrienne De Rienzo, 3405 Pinewalk Drive North, Margate, Fl 33063

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

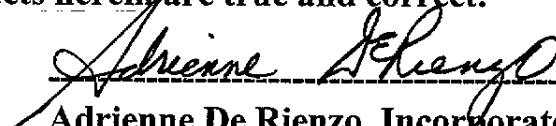
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

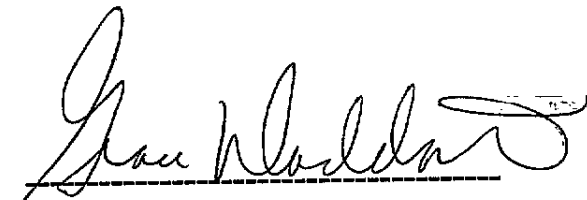
ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts ~~herein~~ are true and correct.


Adrienne De Rienzo, Incorporator

The foregoing instrument was acknowledged before me this 24 day of FEBRUARY 1998 by ADRIENNE DeRIENZO who is personally ~~known to me or who~~ has produced FLA. DRIVER'S LIC. as identification and who did/did not take an oath.



NOTARY PUBLIC

My commission expires:



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

In compliance with the laws of Florida, the following is submitted:

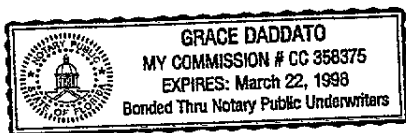
**First, that QualitiCraft Inc. desiring to organize under
the laws of the State of Florida, has named Adrienne De Rienzo, 3405
Pinewalk Drive North, Suite 207, Margate, Fla 33063 its statutory
Registered Agent.**

**Having been named the statutory Registered Agent of the above
corporation at the place designated in this certificate, I hereby accept
the same and agree to act in this capacity, and agree to comply with the
provisions of Florida law relative to keeping the registered office open,
and I accept the obligations of section 607.325 F.S.**


**Adrienne De Rienzo
Registered Agent**

Dated: This day of 1998

**The foregoing instrument was acknowledged before me this 24 day of
February 1998 by ADRIENNE DERIENZO, who is personally known to me—
or who has produced FLA. DRIVER'S LIC. as identification and who did/did
not take an oath.**




NOTARY PUBLIC

My commission expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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