

P980000 4/19/93

April 30, 1993

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

RE: QA Real Estate Services, Inc.

FILED
98 MAY -4 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs:

Please find enclosed an original and (1) copy of the articles of incorporation including a check for \$78.75:

\$35.00 Filing Fee
35.00 Designation of Registered Agent
8.75 Certificate of Status

78.75 TOTAL

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-05/05/98--01021--004
*****78.75 *****78.75

FROM: Isaiah Jenks
4045 Sheridan Avenue, Suite #180
Miami Beach, FL 33140
Voice Mail: (305) 372-1921
Fax: 868-5038

Isaiah Jenks GAVE
8:40
AUTHORIZATION BY PHONE TO
CORRECT RA doc.
DATE 5-7-98
DOC. EXAM CB

ARTICLES OF INCORPORATION OF QA REAL ESTATE SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation is **QA REAL ESTATE SERVICES, INC.** (hereinafter, "Corporation").

ARTICLE 2. PURPOSE OF CORPORATION

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

ARTICLE 3. PRINCIPAL OFFICE

The address of the principal office of this corporation is 4045 Sheridan Avenue, Suite 180, Miami Beach, FL 33140 and the mailing address is the same.

ARTICLE 4. INCORPORATOR

The name and street address of the incorporator of this corporation is:

Isaiah Jenks
4045 Sheridan Avenue, Suite 180
Miami Beach, FL 33140

ARTICLE 5. OFFICERS

The officers of the corporation shall be:

President: Isaiah Jenks
Secretary: Isaiah Jenks
Treasurer: Isaiah Jenks

whose addresses shall be the same as the principal office of the corporation.

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ARTICLE 6. DIRECTOR (S)

The director (s) of the corporation shall be: Isaiah Jenks
whose addresses shall be the same as the principal office of the corporation.

ARTICLE 7. CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this corporation is authorized to have outstanding at any time is **ONE HUNDRED (100)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stocks of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director (s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director (s) may deem advisable in connection with such issuance.

7.3 The Board of Director (s) of the corporation may authorize the issuance from time-to-time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director (s) may deem advisable, subject to such restrictions or limitation, if any, as may be set forth in the by-laws of the corporation.

7.4 The Board of Director (s) of the corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time-to-time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications or term or conditions of redemption of the stock.

ARTICLE 8. SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the corporation and transferability of the shares of the corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the corporation.

ARTICLE 9. POWERS OF CORPORATION

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE 11. REGISTERED OWNER (S)

The corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the corporation, the corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the corporation shall have notice thereof.

ARTICLE 12. REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this corporation is 4045 Sheridan Avenue, Suite 180, Miami Beach, FL 33140. The name and address of the registered agent of this corporation is Isaiah Jenks, 4045 Sheridan Avenue, Suite 180, Miami Beach, FL 33140.

ARTICLE 13. BY-LAWS

The Board of Director (s) of the corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the By-Laws of the corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director (s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the By-Laws.

ARTICLE 14. EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

FILED
98 MAY -4 AM 8:44
SECRETARY OF
TALLAHASSEE
FLORIDA
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or in any amendment he
ion or to any amendmen

NOTARY PUBLIC, STATE OF FLORIDA at large