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May 6, 1998

EFFECTIVE DATE

05-06-98

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

Re: QUALITY INITIATIVES, INC.

Gentlemen:

Enclosed please find an original and one copy of the properly executed Articles of Incorporation for QUALITY INITIATIVES, INC., together with my trust account check in the amount of \$122.50 to cover the following costs:

Filing Fee:	\$ 35.00
Certified Copy:	\$ 52.50
Registered Agent Designation:	<u>\$ 35.00</u>
TOTAL:	\$ 122.50

Please return a certified copy of the Certificate of Incorporation to me at the address above. Your cooperation is most appreciated.

Very truly yours,


KENNETH M. JONES

KMJ/trb
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -8 PM 3:24

05/198
RP

ARTICLES OF INCORPORATION
OF
QUALITY INITIATIVES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -8 PM 3:24

I, THE UNDERSIGNED, hereby subscribed to the following document for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I.

The name of the corporation shall be Quality Initiatives, Inc.

ARTICLE II.

The street address of the initial principal office of this corporation is 6141 N.W. 44th Lane, Coconut Creek, Florida, 33073, and the name and address of the initial registered agent of this corporation is PEGGY DEARING, 6141 N.W. 44th Lane, Coconut Creek, Florida, 33073.

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

ARTICLE III.

The nature of the business or purpose to be conducted or promoted are any such activities as are lawful and for which corporations may be organized under the general corporation law of Florida; provided, however, the powers, rights and privileges provided in this certificate are not to be deemed to be in limitation of similar, other, or additional powers, rights and privileges granted or permitted to this corporation by the general corporation law of this state under which this corporation by virtue hereof becomes deemed to be incorporated it being intended that this corporation shall be authorized to have and shall have the powers, rights and privileges granted to or permitted to corporations by such statute.

ARTICLE IV.

The total authorized capital stock of this corporation shall consist of 7,500 shares at ONE DOLLAR (\$1.00) per share par value, which shall be common stock. The Board of Directors may, from time to time, fix a consideration for which shares may be issued and sold.

ARTICLE V.

The amount of capital which this corporation shall commence business with shall not be less than \$500.00.

ARTICLE VI.

The corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these articles.

EFFECTIVE DATE
05-06-98

ARTICLE VII.

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) and no more than five (5) directors.

The officers of this corporation shall be a President and Secretary, and such other officers as may be set forth in the By-Laws.

ARTICLE VIII.

The name and address for the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, is as follows:

Peggy Dearing	6141 N.W. 44th Lane Coconut Creek, FL 33073
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ARTICLE IX.

The following shall hold office named until her successor shall be regularly elected and qualified:

President and Secretary	Peggy Dearing 6141 N.W. 44th Lane Coconut Creek, FL 33073
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ARTICLE X.

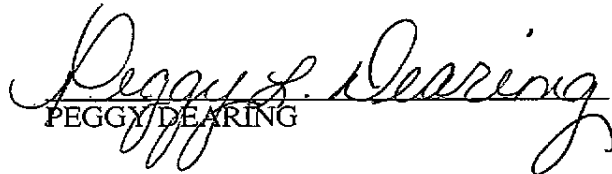
The name and address of the subscriber is:

Peggy Dearing	6141 N.W. 44th Lane Coconut Creek, FL 33073
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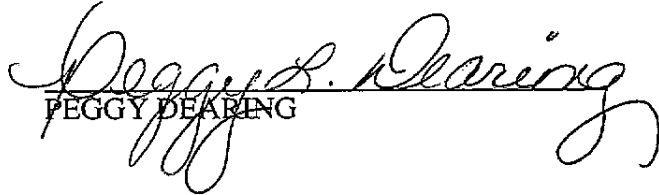
ARTICLE XI.

The corporation hereby designates PEGGY DEARING as Registered Agent for service of process.

Said registered agent having been named to accept service of process for the corporations agrees to act in this capacity and agrees to comply with the provisions of Florida Statute 48.901 relative thereto.


PEGGY DEARING

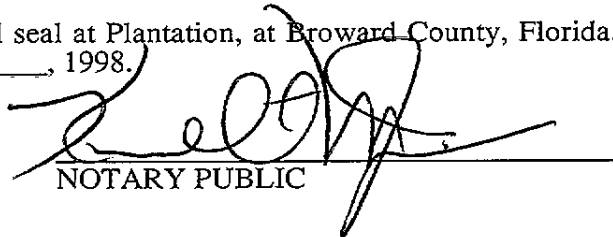
I, THE UNDERSIGNED, being the subscriber of the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 6th day of May, 1998.


PEGGY DEARING

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared PEGGY DEARING, who is to me well known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she signed the same freely and voluntarily and for the purposes herein stated, and I relied upon the following form of identification of the above-named person(s): personal knowledge and that an oath (was)(was not) taken.

WITNESS my hand and official seal at Plantation, at Broward County, Florida, this 6th day of May, 1998.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



Kenneth M. Jones
MY COMMISSION # CC522043 EXPIRES
April 30, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -8 PM 3:24