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TELE OFFICES
BRUDNY & RABIN, P.A.

May 13, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: QUESTEK, CORP.
Our File No. 407-UCS-1936-MI

Dear Sir/Madam:

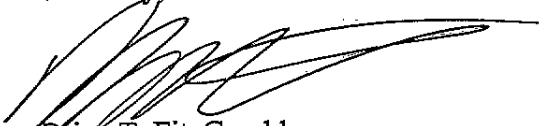
Enclosed for filing please find the original and one (1) copy of the Articles of Incorporation for the referenced corporation, the original Certificate of Designation of Registered Agent/Registered Office, and our check in the amount of \$70.00. Please file the original Articles and return a copy with evidence of filing to me in the enclosed stamped return envelope, at the address below:

Brian T. FitzGerald, Esquire
Brudny & Rabin, P.A.
One Urban Centre, Suite 985
4830 W. Kennedy Boulevard
Tampa, Florida 33609-2574
Telephone: 813/282-3355

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-05/18/98--01081--005
*****70.00 *****70.00

I do not require a certified copy of the Articles and have not included a fee for this. Thank you for your assistance.

Sincerely,



Brian T. FitzGerald

BTF:llb
Enclosure(s)

4071936-MLstl

APPROVED
AND
FILED
98 MAY 18 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please reply to our: Tampa Office Clearwater Office

Tampa Office:
One Urban Centre
4830 West Kennedy Boulevard, Suite 985
Tampa, Florida 33609-2574

813-282-3355
Toll Free: 800-849-4619
FAX: 813-282-3811

Clearwater Office:
The Harbourside Building
18167 US 19 North, Suite 195
Clearwater, Florida 33764-6566-

813-532-0888
Toll Free: 800-759-9043
FAX: 813-532-0880

B. BROCK MAY 19 1998

ARTICLES OF INCORPORATION
OF
QUESTEK CORP.

ARTICLE I - NAME

The name of the corporation shall be: **Questek Corp.**

ARTICLE II - PURPOSE

The purpose of the corporation shall be to engage in any lawful activity for which corporations may be formed under the laws of the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be:

**15200 S.W. 49th Street
Miramar, Florida 33027**

ARTICLE IV - CAPITAL STOCK

The number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is **500**, all of which shall be designated as common stock.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is :

**John J. Higgins, Jr.
15200 S.W. 49th Street
Miramar, Florida 33027**

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TALLAHASSEE, FLORIDA**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall have three (3) members, whose names and addresses are as follows:

John J. Higgins, Jr.	15200 S.W. 49th Street, Miramar, Florida 33027
Paula F. Higgins	15200 S.W. 49th Street, Miramar, Florida 33027
John J. Higgins, Sr.	5918 - 23rd Avenue, Brooklyn, New York 11204

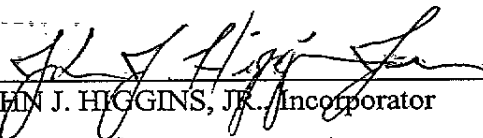
The number of directors may be raised or lowered by amendment of the Bylaws of the corporation but shall in no case be less than one.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

John J. Higgins, Jr.
15200 S.W. 49th Street
Miramar, Florida 33147

The undersigned has executed these Articles of Incorporation this 4 day of MAY, 1998.



JOHN J. HIGGINS, JR., Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, *Florida Statutes*, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

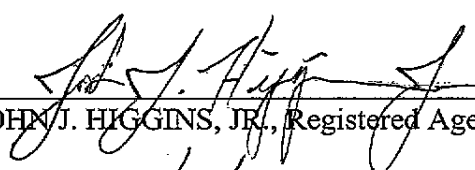
1. The name of the corporation is:

Questek Corp.

2. The name and address of the registered agent and office is:

**John J. Higgins, Jr.
15200 S.W. 49th Street
Miramar, Florida 33027**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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.



JOHN J. HIGGINS, JR., Registered Agent

Date: _____

5/4/98