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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: INDUSTRIAL QUALITY TEAM, INC.

AUDIT NUMBER.....H98000009374

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE, FLORIDA

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98 MAY 21 AM 11:12

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INDUSTRIAL QUALITY TEAM, INC.

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

ARTICLE I - NAME

The name of the corporation is INDUSTRIAL QUALITY TEAM, INC.
hereafter referred to as the "Corporation".

ARTICLE II - NATURE OF BUSINESS

The general nature of the business and objects and purposes
proposed to be transacted, promoting or carried on are to do any and all
of the things hereinafter mentioned, as fully and to the same extent as
natural persons might or could do.

(a)

(b) To generally engage in, do and perform any enterprise, act
or vocation which natural persons might or could do.

(c) To engage in the sale, purchase, holding, importing and
exporting of merchandise and property of all manner and description, to act
as principals or agents for the purchases, sales and handling of the account
of the "Corporation", or as a factor, agent, procurer or otherwise for and on
behalf of another

Harvey D. Sommer, Attorney-at-Law
3450 Northlake Blvd., Suite 105
Palm Beach Gardens, FL 33403
Florida Bar # 0176251
(561) 629-7533

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(d) To purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invest, trade, deal with goods, wares of every class, kind and description.

(e) To buy, hold, mortgage, sell, improve, construct upon, lease or otherwise acquire or dispose of real and personal property (tangible or intangible) of every class, kind and description, anywhere in the world.

(f) To contract debts and borrow money, to issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute mortgages, transfers of corporation property, or any other instruments to secure the the payment of corporate indebtedness as required.

(g) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(h) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidence of indebtedness created or issued by any other person, firm, association or corporation, or by any state or government, domestic or foreign, and while owner thereof to exercise all the rights, powers and privileges of ownership including the right to vote stock.

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(i) To enter into, make and perform contracts of every kind and with any person, firm, association or corporation, municipality, body, politic, country, territory, state, government or colony or dependency of agency thereof.

(j) To purchase, hold and reissue any of the shares of capital stock.

(k) In general, to do each and every thing necessary, suitable and proper for the accomplishment of the purposes or the attainment of any of the objects of the furtherance of any of the powers hereinabove set fourth, either alone or in association with other corporations, firms or individuals, and to carry on any business, and to have all powers in connection therewith, not forbidden by the laws of the State of Florida, and to do every other act or acts, thing or things incidental to or appurtant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof.

(l) To have and exercise all powers granted corporations under the laws of the State of Florida or any amendments thereof.

ARTICLE III - CAPITAL STOCKS

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

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ARTICLE IV - INITIAL CAPITAL

The amount of capital with which the corporation shall begin
business shall be \$100.00

ARTICLE V - CORPORATION EXISTANCE

The corporation shall have perpetual existence .

ARTICLE VI - ADDRESS

The initial street address of the principal of this corporation is
3171 BERMUDA ROAD, PALM BEACH GARDENS, FL 33401

ARTICLE VII - NUMBER OF DIRECTORS

The affairs of the corporation shall be conducted by a Board of
Directors

ARTICLE VIII - DIRECTORS

The names and post office addresses of the first Board of Directors
of the Corporation, who, subject to the provisions of this Certificate of
Incorporation and the By - laws and General Corporation Law of the State of
Florida shall hold office for the first year of the Corporation's existence, or until
their successors are elected and have qualified, are as follows:

NAME

ADDRESS

Richard j. Weis

3171 Bermuda Road, Palm Beach Gardens, FL 33401

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NAME AND POST OFFICE ADDRESS OF SUBSCRIBERS

The name and post office address of the subscribers to this Certificate of Incorporation, and a statement of the number of shares of stock which they agree to take are as follows :

NAME	ADDRESS	NO. SHARES
Richard J. Weis	3171 Bermuda Road, Palm Beach Gardens, FL 33401	100

ARTICLE IX - OFFICERS

The officers of the Corporation are :

NAME	TITLE
Richard J. Weis	President

ARTICLE X - SPECIAL CHARTER PROVISIONS

In pursuance of Chapter 48 . 091, Florida Statutes, the following is submitted in compliance with the said act :

They, Richard J. Weis desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of West Palm Beach, County of Palm Beach , State of Florida, has named Harvey D. Sommer located at 3450 Northlake Blvd., Suite 105, Palm Beach Gardens, FL 33403 as its Agent to accept service of process within this state .

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IN WITNESS WHEREOF, we have hereunto set our hands and
affixed our seals at Palm Beach Gardens, Palm Beach County, Florida, this
day of _____, 19____.

Richard J. Weis

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

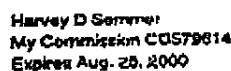
I HEREBY CERTIFY that on this 20th day of MAY 1998,
personally appeared before me, the undersigned authority, A NOTARY PUBLIC
to me well known to be the persons described in the foregoing Articles of
Incorporation, who acknowledged before me that they executed the foregoing
Articles of Incorporation as their free and voluntary act and deed for the uses and
purposes therein set forth and expressed.

WITNESS my hand and official seal at Palm Beach Gardens, State of Florida, County of Palm Beach, the day and year first above written.

Personally known _____
Produced ID _____
Type of ID _____

Harvey D. Sommer
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires :



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED :

FIRST - THAT INDUSTRIAL QUALITY TEAM, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER LAWS OF THE STATE
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
____WEST PALM BEACH____, STATE OF FLORIDA,
HAS NAMED HARVEY D. SOMMER, LOCATED AT 3450 NORTHLAKE
BLVD., SUITE 105, CITY OF PALM BEACH COUNTY, STATE OF FLORIDA,
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

Harvey D. Sommer
CORPORATE OFFICES

President 5/29/98
TITLE DATE

Having been named to accept service of process for the above
stated corporation, at the place designated in this Certificate, I hereby agree to
act in this capacity, and I further agree to comply with the provisions of all
statutes to the proper and complete performance of my duties.

Harvey D. Sommer
RESIDENT AGENT DATE

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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