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6/08/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)982-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305) 599-0839

FAX #: (305)716-0346

NAME: QUALITY REMANUFACTURING INC. AUDIT NUMBER..... 498000010663

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

CERT. OF STATUS...1

PAGES.....3

CERT. COPIES.....

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

98 JUN -8 AM 7: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR 6/9/98

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98 JUN-8 AM 7: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

QUALITY REMANUFACTURING INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: QUALITY REMANUFACTURING INC.

The principal place of business of this corporation shall be: 9551 NW. 79 Ave.
HIALEAR GARDENS, FL. 33016

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: $100 \times 10.00 = 1.000.00$

ARTICLE IV THEM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Basic Accounting Services, Inc. 692 W. 29th St., #09
Hialeah, Fl 33012
(305) 887-4185

AUTICLE Y OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

LUIS M. CABEZAS 8186 NW. 98 TERR. HIALEAH, FLORIDA 33016 DIRECTOR

ARTICLE VI INCORPORATOR (S)

The name(s) and street address(es) of the Incorporator(s) to these Article of Incorporation is (are):

LUIS M. CABEZAS 8186 NW. 98 TERR. HIALEAH, FLORIDA 33016 PRESIDENT, SECRETARY & TREASURER
100 shares

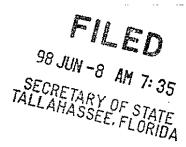
The undersigned has (have) executed these Article of Incorporation this 8 th. day of June 1998.

Signature/Title

Signature/Title

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE



Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

The		the corp						
		d address	of the	regi	_{etered}	agent	and	offi
The	name an	3 900 res-	01 011-		0.100004C			
18					CABEZAS			
75-			(Name)				
			51 NW.					
		(P.	O. BOX	NOT I	CCEPTA	BLR)		,
		HT AT.	eah gar	DKNS.	FLORIDA		<u> </u>	
	<u> </u>		(CITY/S	TATE/	ZIP)			

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF DEPOCRES FOR THE ABOVE STATED CORPORATION AT THE PLACE DESI AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUR THER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMACE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS MY POSITION AS REGISTERED AGENT.

SIGNATURE 06-08-98

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