

P98000054376

HUDDLESTON & PALUMBO, P.A.
ATTORNEYS AT LAW

112 W. New Haven Avenue
Melbourne, Florida 32901

PAMELA HUDDLESTON, Esquire
Family Law
Custody & Domestic Violence

(407) 725-4207 * Fax (407) 725-5199
E-mail address: huddlestonpalumbo@compuserve.com

CATHERINE B. PALUMBO, Esquire
Bankruptcy
Real Estate

June 10, 1998

500002560325--4
-06/16/98--01026--001
****245.00 ****122.50

Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32304

RE: Stop Foreclosure, Inc. and HI - Q, Inc.

To Whom It May Concern,

Enclosed please find two original and two (2) copies of each of the Articles of Incorporation for both Stop Foreclosure, Inc. and HI - Q, Inc.

Also enclosed is our check in the amount of \$245.00 (122.50 for each corporation) as follows:

Filing Fee	\$ 70.00 (for both corporations)
Registered Agent	70.00 (for both corporations)
Certified Copy	<u>105.00</u> (for both corporations)
Total	\$245.00 (for both corporations)

Please return the certified copy of the Articles of Incorporation for both corporations to the above address so I can promptly forward them to my client.

Very truly yours,


Catherine B. Palumbo, Esquire

CBP/bla

Enclosures as stated;

EFFECTIVE DATE

6-9-98

FILED
98 JUN 16 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98-18-98

FILED
98 JUN 16 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HI - Q, INC.

Article I - Name

The name of this corporation is **HI - Q, Inc.**, and the corporations principal office and mailing address of the corporation shall be **1250 South Harbor City Blvd., Suite 6, Melbourne, Florida 32901.**

EFFECTIVE DATE

Article II - Duration

6-9-98

This corporation shall exist perpetually. The date of commencement of corporation shall be June 9, 1998.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue **1000** shares of **\$1.00** par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Special Provision

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **1250 South Harbor City Blvd., Suite 6, Melbourne, Florida 32901.** The name of the initial registered agent of this corporation at that address is **Frederick William Rose.**

Article VII - Initial Board of Directors

This corporation shall have one (1) directors initially. The number of directors may be either increased or

diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

Name	Address
Frederick William Rose President & Secretary Vice President & Treasurer	1250 S. Harbor City Blvd., Ste. 6 Melbourne, FL 32901

Article VIII

The name and address of the person signing these articles is: **Frederick William Rose, 1250 South Harbor City Blvd., Suite 5, Melbourne, Florida 32901.**

Article IX - Bylaws

The power to adopt, alter, amend or reply bylaws shall be vested in the Board of Directors and the shareholders.

Article X - Director's Compensation

The shareholder of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XIII - Subchapter "S" Election

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organization Meeting hereof.


IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of
incorporation this 9 day of JUNE, 1998.


Frederick William Rose

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 9th day of
June, 1998, by Frederick William Rose who is personally known to me or who has
produced a Florida Driver's License # _____ as identification.


Notary Public

My Commission Expires:



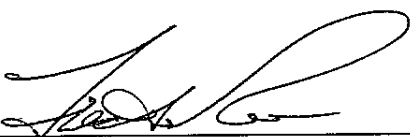
BARBARA LYNNE ANDERSON
My Commission CC416456
Expires Oct. 25, 1998

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 OFFICE, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: **HI - Q, INC.**
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
**FREDERICK WILLIAM ROSE, 1250 S. HARBOR CITY BLVD., SUITE 6, MELBOURNE,
FLORIDA 32901.**

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.



FREDERICK WILLIAM ROSE
Registered Agent

June 9, 1998

EFFECTIVE DATE

6-9-98

FILED
98 JUN 16 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA