P9800055738 CSC THE UNITED STATES GORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 857300 4334286

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: June 16, 1998

ORDER TIME : 3:22 PM

OMPANY

ORDER NO. : 857300-005

CUSTOMER NO: 4334286

CUSTOMER: Alan Lubiner, Esq

LUBINER & SCHMIDT

515 North Michigan Ave.

Po Box 203

Kenilworth, NJ 07033

900002568689---

DOMESTIC FILING

NAME:

CONEST QQC INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

__ PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

RECEIVED
98 JUN 22 PD 4: 09
DIVISION OF CHARAGON

OIVISION OF CORPORATIONS

98 JUN 22 AM 8: 37

ARTICLES OF INCORPORATION

OF

CONEST QQC INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: CONEST QQC INC.

The address of the principal office of this corporation shall be 245 Southeast 1st Street Suite 315, Miami, FL 33131, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one . time is 200 shares of common stock having \$0.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 245 Southeast 1st Street Suite 315 and the name of the initial registered agent of the corporation at that address is Conrado Guzman.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Theresa M Cooper Corporation Service Company 830 Bear Tavern Road West Trenton, NJ 08628

The undersigned incorporator has executed these Articles of Incorporation this 16th day of June, 1998.

Incorporator

DIVISION OF CORPORATIONS

98 JUN 22 AM 8: 37

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I, Colrado Gozman, 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.

By: Conrake Guyman

Dated: June 16, 1998

TFF/tmc