



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 857473 7156937

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : June 16, 1998

ORDER TIME : 9:25 AM

ORDER NO. : 857473-005

CUSTOMER NO: 7156937

CUSTOMER: Mr. David A. Hofmann
MR. DAVID A. HOFMANN

Suite 22
1342 Colonial Boulevard
Fort Myers, FL 33907

600002569286--8

DOMESTIC FILING

NAME: QUANTUM INNOVATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 23 AM 11:43

RECEIVED
98 JUN 23 AM 10:40
DIVISION OF CORPORATIONS
6/23/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 23 AM 11:43

ARTICLES OF INCORPORATION
OF

QUANTUM INNOVATIONS, 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:

QUANTUM INNOVATIONS, INC.

The address of the principal office of this corporation shall be 1342 Colonial Boulevard, Suite 22, Fort Myers, Florida 33907, 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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1342 Colonial Boulevard, Suite 22, Fort Myers, Florida 33907, and the name of the initial registered agent of the corporation at that address is David Allen Hoffman.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

David Allen Hofmann
Dir.

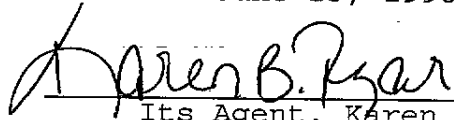
1342 Colonial Blvd, Suite 22,
Fort Myers, Florida 33907

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on June 23, 1998.



Its Agent, Karen B. Rozar
Incorporator

TXP/CASSANDRA BRYANT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 23 AM 11:43

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

David Allen Hofmann, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

QUANTUM INNOVATIONS, INC.

David Allen Hofmann is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: David Allen Hofmann
Typed Name: David Allen Hofmann