

P98000785088

DOUGLAS J. SANDERS
ATTORNEY AT LAW

COLUMBUS CENTRE • SUITE 620
ONE ALHAMBRA PLAZA
CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 569-9395
FACSIMILE (305) 446-4736

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -2 AM 10:29

September 28, 1998

Florida Department of Revenue
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002654484--7
-10/02/98--01064--007
****122.50 *****78.75

Re: Initial Filings for Quality Systems Engineering, Inc.

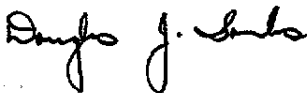
Gentlemen:

Enclosed please find, for immediate filing, the Articles of Incorporation of Quality Systems Engineering, Inc., a Florida corporation, together with a copy thereof. Please file forthwith, and return a certified copy of the Articles of Incorporation to us, in the enclosed stamped, addressed envelope, at your earliest convenience.

As your fee for the filing of the Articles of Incorporation, the Designation of Registered Agent, and the Certified Copy thereof, enclosed please find this firm's check in the amount of \$122.50, payable to the Secretary of State.

Thank you for your cooperation. If you should have any questions, please do not hesitate to contact me.

Sincerely,



Douglas J. Sanders

DJS/gs

Enclosures

cc: Mr. Richard Bliss

F. CHESSEB OCT 5 1998

ARTICLES OF INCORPORATION
OF
QUALITY SYSTEMS ENGINEERING, INC.
A Florida Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -2 AM 10:29

The undersigned, acting as incorporator of a Florida corporation under the Florida General Corporation Act Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is QUALITY SYSTEMS ENGINEERING, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida. The corporation will provide consulting services to the medical device industry.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value stock.

ARTICLE V

**INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE**

The street address of the initial registered office of the corporation is 510 Stonemont Drive, Weston, FL 33326, and the name of the initial registered agent of the corporation at that address is Richard D. Bliss, Jr. The principal office of the corporation is 510 Stonemont Drive, Weston, FL 33326.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and the successors shall have been duly elected and qualified, or until any earlier resignations, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation. The names and addresses of the two (2) initial directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Richard D. Bliss, Jr.	510 Stonemont Drive Weston, FL 33326

Michael Neaves

685 West 60th Street

Hialeah, FL 33012

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

Richard D. Bliss, Jr.

510 Stonemont Drive

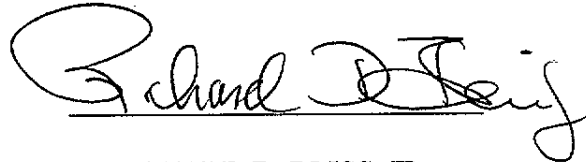
Weston, FL 33326.

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with the law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

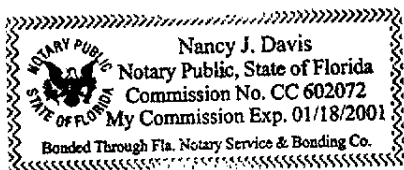
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 21 day of September, 1998.

A handwritten signature in cursive script, reading "Richard D. Bliss, Jr.", written over a horizontal line.

RICHARD D. BLISS, JR.

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were acknowledged to before me,
at Miami, Dade County, Florida, on this 21 day of September, 1998, by Richard D.
Bliss, Jr., who is personally known to me or who has produced _____ as
identification and who did take an oath.



Nancy J. Davis
NOTARY PUBLIC-STATE OF FLORIDA

My commission expires: 1-18-2001

**ACCEPTANCE
OF
DESIGNATION
AS
REGISTERED AGENT**

I HEREBY ACCEPT the appointment as the initial registered agent of QUALITY SYSTEMS ENGINEERING, INC., a Florida corporation, as made in the foregoing Articles of Incorporation.

DATED this 21 day of September, 1998.


RICHARD D. BLISS, JR.
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -2 AM 10:29