

Charter Number Only

11/20/98

Unda Leeds

Requestor's Name

11655 Old Cutler Road

Address

Coconut Gables, FL 33156

City

State

ZIP

Phone

(305) 666-6833

DATE ONLY

100002693311--8

-11/23/98--01027--006

*****78.75 *****78.75

CORPORATION(S) NAME

TQC Management Services, INC.

98 NOV 23 PM 2:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CERTIFIED COPY

RECEIVED
98 NOV 23 AM 9:30
CLERK OF THE COURT
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

The undersigned subscribers to these Articles of Incorporation, competent to contract, hereby associate and form a corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is:

TQC MANAGEMENT SERVICES, INC.

The corporate mailing address is: **11655 Old Cutler Road, Coral Gables, Florida 33156.**

ARTICLE II.

The general nature of the business to be transacted by this corporation is the ownership of real property and related businesses or any other lawful businesses. It shall have every corporate power granted by the Florida legislature.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one hundred (100) shares of common no-par value stock.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The street address of the initial registered office of this corporation is: **11655 Old Cutler Road, Coral Gables, Florida, 33156**, and the name of the registered agent of this corporation at that address is **Linda Leeds**.

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ARTICLE VI.

The corporation shall have three (3) directors. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than three. The names and addresses of the initial directors of this corporation are:

Linda Leeds, President	11655 Old Cutler Road Coral Gables, Florida 33156
Jonathan Leeds, Vice-President	11655 Old Cutler Road Coral Gables, Florida 33156
Jonas Mittleman Secretary	1165 Old Cutler Road Coral Gables, Florida 33156


ARTICLE VIII.

Each Shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued and Treasury Stock of the Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

ARTICLE IX.

This corporation reserved the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed this Amendment to Articles of Incorporation this 19 ^{November} ~~October~~, 1998.


Linda Leeds, President

Jonathan Leeds
Jonathan Leeds, Vice-President

Jonas Mittleman
Jonas Mittleman, Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State of County set forth above, personally appeared Linda. Leeds, Jonathan Leeds, and Jonas Mittleman, personally known to me, and known by me to be the persons who executed the foregoing Amendment to Articles of Incorporation, and they acknowledge before me that they executed these Amendments for the purposes therein expressed, and who did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19 day of ~~October~~ November, 1998.

[SEAL]

Margie Meyers
Notary Public, State of Florida



MARGIE MEYERS
My Commission CC454445
Expires Apr. 24, 1999
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act:

That **TQC MANAGEMENT SERVICES, INC.**, desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of Incorporation at City
of Miami, County of Dade, State of Florida, has named Linda Leeds, located at 11655 Old Cutler
Road, Coral Gables, Florida 33156, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: 

Linda Leeds

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TALLAHASSEE FLORIDA