

P99000000446

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

QUALITY DIGITAL SOLUTIONS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

of

QUALITY DIGITAL SOLUTIONS, INC.

ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is Quality Digital Solutions, Inc., 4290 NW 120th Way, Sunrise FL 33323.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$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 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4290 NW 120th Way, Sunrise FL 33323 and the name of the initial registered agent of this corporation at that address is Philip Earnshaw. Stanley S. Feinerman, Enrolled Agent (954) 462- 6042
17 Rose Drive
Fort Lauderdale FL 33316

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two 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 directors of this corporation is:

Name: Philip R. Earnshaw

Address: 4290 NW 120th Way
Sunrise FL 33323

Name: Janet B. Earnshaw

Address: Same

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th Day of January 1999.



_____, President

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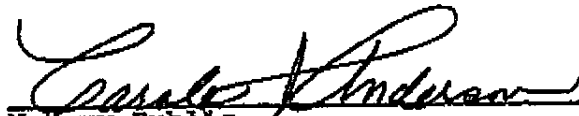
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STATE OF FLORIDA:

COUNTY OF BROWARD :

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Philip R. Earnshaw known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 4th Day of January, 1999.


Notary Public
State of Florida at Large:



NOTARY CHECK ONE:

- (X) PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.
() PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type: _____

Serial No.: _____

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CERTIFICATE DESIGNATING (OR CHANGING) 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 607.34 of the Florida Statutes, the following is submitted, in compliance with said act:

First that Quality Digital Solutions, Inc.
 desiring to organize under the laws of the State of Florida
 with its principle office, as indicated in the Articles of
 Incorporation at the City of Sunrise County
 of Broward State of
 Florida has named Philip R. Earnshaw
 located at 4290 NW 120th Way
 County of Broward, State of Florida, as its
 agent to accept service of process within the state.

ACKNOWLEDGEMENT:

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

By:  _____

Registered Agent

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