

*P 99000042131*  
**ATKINSON, DINER, STONE, MANKUTA & PLOUCHA, P.A.**  
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TELEPHONE (954) 925-5501  
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\* BOARD CERTIFIED IN REAL ESTATE  
\*\* BOARD CERTIFIED IN TAXATION

April 29, 1999

State of Florida  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

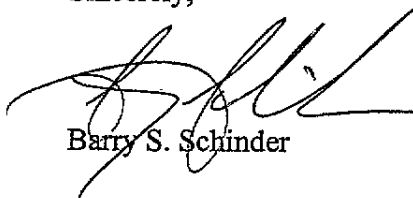
**Re: Quality Conventions, Inc.**

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Incorporation of Quality Conventions, Inc., and a check for \$78.75 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Incorporation.

If you have any questions, please do not hesitate to call me.

Sincerely,

  
Barry S. Schinder

BSS:sy  
Enclosures

cc: Ms. Judith Mittelberg (w/encl.)

FILED  
99 MAY -5 PM 12: 11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**QUALITY CONVENTIONS, INC.**

**ARTICLE I.**

**CORPORATE NAME**

The name of this Corporation shall be:

QUALITY CONVENTIONS, INC.

**ARTICLE II.**

**MAILING ADDRESS AND PRINCIPAL OFFICE**

The Corporation's mailing address is:

P.O. Box 6273  
Hollywood, Florida 33081-0273

The Corporations principal address is:

5401 Roosevelt Street  
Hollywood, Florida 33021

**FILED**  
**99 MAY -5 PM 12: 11**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE III.**

**NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

#### ARTICLE IV.

##### CAPITAL STOCK

This Corporation is authorized to issue a maximum of seven thousand five hundred (7,500) shares of stock. The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

#### ARTICLE V.

##### INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

RICHARD B. SABRA, ESQ.  
Atkinson, Diner, Stone  
Mankuta & Ploucha, P.A.  
1946 Tyler Street  
Hollywood, Florida 33020

#### ARTICLE VI.

##### BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Name

Address

JUDITH MITTELBERG

5401 Roosevelt Street  
Hollywood, Florida 33021

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Incorporator

Address

JUDITH MITTELBERG

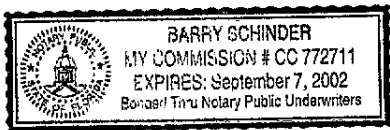
5401 Roosevelt Street  
Hollywood, Florida 33021

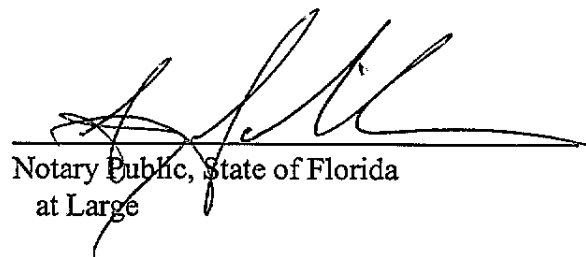
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

  
JUDITH MITTELBERG

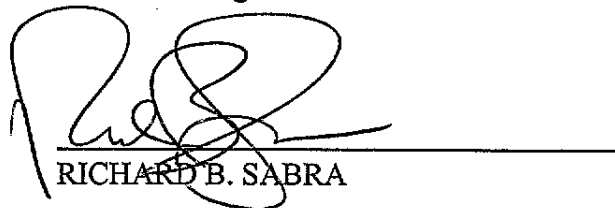
STATE OF FLORIDA     )  
                                      ) SS:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 29 day of April,  
1999, by JUDITH MITTELBERG, who is personally known to me or has produced  
FL Driver Lic. #341-424-42847 as identification.



  
Notary Public, State of Florida  
at Large

The undersigned hereby accepts the foregoing designation as initial Registered Agent and  
agrees to comply with the provisions of law applicable to said designation.

  
RICHARD B. SABRA

FILED  
99 MAY -5 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA