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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Quantum Planning, Inc

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: CJS

Name

Date

Time

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

QUANTUM PLANNING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Quantum Planning, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business of the corporation is 200 North Pierce Street, Suite 1A, Tampa, Hillsborough County, Florida 33602; and the mailing address of the corporation is 200 North Pierce Street, Suite 1A, Tampa, Florida 33602.

ARTICLE III: CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE IV: PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of estate and business planning.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE V: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE VI: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Jeffrey B. Strouse, 200 North Pierce Street, Suite 1A, Tampa, Florida 33602.

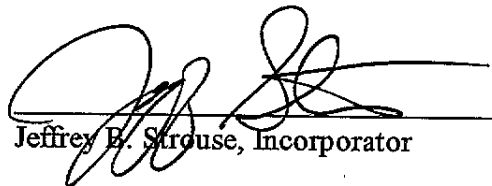
ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Jeffrey B. Strouse, 200 North Pierce Street, Suite 1A, Tampa, Florida 33602.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The name(s) and address(es) of the members of the initial Board of Directors of the corporation are Jeffrey B. Strouse, 200 North Pierce Street, Suite 1A, Tampa, Florida 33602.

The undersigned has executed these Articles of Incorporation this 9th day of JUNE, 1999.



Jeffrey B. Strouse, Incorporator

CERTIFICATE OF DESIGNATION

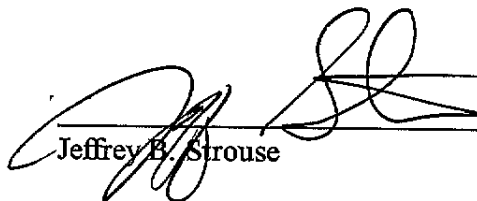
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **Quantum Planning, Inc.**
2. The name and street address of the registered agent and office is:

Jeffrey B. Strouse
200 North Pierce Street, Suite 1A
Tampa, Florida 33602

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


Jeffrey B. Strouse

SECRETARY
TALLAHASSEE, FLORIDA

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