



THE UNITED STATES
CORPORATION
COMPANY

2000058554

FILED
99 JUN 21 AM 10:19

ACCOUNT NO. : 072100000032

REFERENCE : 281593 81701A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 21, 1999

ORDER TIME : 2:53 PM

ORDER NO. : 281593-005

200002911502--7

CUSTOMER NO: 81701A

CUSTOMER: Mr. Steve J. Meredith
AAA AFFORDABLE SERVICES
AAA AFFORDABLE SERVICES
6248 103rd Street

Jacksonville, FL 32210

DOMESTIC FILING

NAME: QUANSTAR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

PH 6/29/99

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUN 21 PM 4:02

RECEIVED

2000-14474



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: QUANSTAR, INC.
Ref. Number: W99000014474

We have received your document for QUANSTAR, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The registered agent must have a Florida street address. A post office box is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 399A00033149

RESUBMIT

Please give original
submission date as file date.

RECEIVED
99 JUN 28 PM 3:57

ARTICLES OF INCORPORATION

OF

QUANSTAR, INC.

FILED
99 JUN 21 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is QUANSTAR, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7500 shares of no par value stock which shall be designated as "Common Stock".

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 12685 Cachet Drive, Jacksonville, Florida 32223, and the name of the initial registered agent of this corporation at that address is MICHAEL GORDON GREEN.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is:

MICHAEL GREEN
P.O. Box 30402
Jacksonville, Fla

John E. Benfer
12685 Cachet Dr.
Jacksonville, FL.

Robert Westover
4245 Rues Landing Rd.
St. Augustine, FL

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator signing these articles is: MICHAEL GORDON GREEN, P.O. Box 30402, Jacksonville, Florida 32230.

ARTICLE IX

INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


STATE OF FLORIDA
COUNTY OF DUVAL



MICHAEL GORDON GREEN
Incorporator.

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared **MICHAEL GORDON GREEN**, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 16th day of June, 1999.



NOTARY PUBLIC IN AND FOR THE
STATE OF FLORIDA.



CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

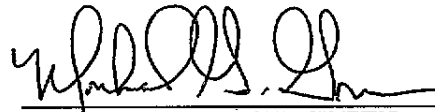
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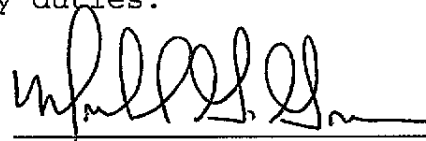
SECRETARY OF STATE-
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that QUANSTAR, INC. desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 12685 Cachet Drive, Jacksonville, Florida 32223, has named MICHAEL GORDON GREEN as its agent to accept service or process within Florida. Dated this 16th day of June, 1999.


MICHAEL GORDON GREEN
Director

SECOND, that having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


MICHAEL GORDON GREEN
Registered Agent