

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : GOMEZ & VELAZQUEZ
Account Number : I19990000173
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STATE OF FLORIDA
TALLAHASSEE

FLORIDA PROFIT CORPORATION OR P.A.**Quantus Group, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

**Articles of Incorporation
Of
QUANTUS GROUP, INC.**

ARTICLE I - NAME

The name of the corporation is

QUANTUS GROUP, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of one (\$1.00) Dollar par value common stock, which shall be designated "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 the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE
AND AGENT**

The address of the initial registered office of this corporation is
8600 NW South River Drive - Suite 207
Medley, Florida 33166
and the name of the initial registered agent of this corporation at that address is
Fernando Gomez

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**ARTICLE VII - INITIAL BOARD OF
DIRECTORS**

This corporation shall have one (1) director 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 (1).

The name and address of the initial director of this corporation is:
Fernando Gomez
8600 NW South River Drive - Suite 207
Medley, Florida 33166

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:
Fernando Gomez
8600 NW South River Drive Suite 207
Medley, Florida 33166

**ARTICLE X - MAILING AND BUSINESS
ADDRESS**

The mailing and business address of this corporation is:
8600 NW South River Drive - Suite 207
Medley, Florida 33166

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 8th day of December 1999.


Incorporator

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**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE EFFECTIVE**

In compliance with section 607.034 of the Florida Statutes, the following is submitted:

Quantus Group, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Miami, County of Miami-Dade, State of Florida, has named Fernando Gomez located at 8600 NW South River Drive - Suite 207, Miami, Florida 33166.

ACKNOWLEDGEMENT

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

Dated this 8th day of December, 1999.



RESIDENT AND REGISTERED
AGENT

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