

P00000036250

TRANSMITTAL LETTER

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 APR 10 PM 4: 12

APPROVED,  
AND  
FILED

SUBJECT: American Safety & Loss Control Institute  
(Proposed corporate name - must include suffix)

200003202552--8  
-04/11/00--01004--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

RECEIVED

00 APR 10 PM 4: 03

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Hal Morrow

Name (Printed or typed)

P.O. Box 50781

Address

Jacksonville, Florida 32240

City, State & Zip

904-241-5052

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

T. Burch APR 10 2000

APPROVED  
AND  
FILED

ARTICLES OF INCORPORATION  
OF  
THE AMERICAN SAFETY & LOSS CONTROL INSTITUTE, INC.

00 APR 10 PM 4:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The name of the corporation shall be THE AMERICAN SAFETY & LOSS CONTROL INSTITUTE, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

Mailing Address: Post Office Box 50791                      Place of Business: 316-A Eighth Street  
Jacksonville, FL 32240                                                              Atlantic Beach, FL 32233

ARTICLE III

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 1,000 shares. All such shares shall be of a single class, designated as common.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders

of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

#### ARTICLE VI

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

#### ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

#### ARTICLE VIII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

#### ARTICLE IX

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose name and addresses are as follows:

Hal Morrow  
Post Office Box 50791  
Jacksonville, FL 32240

James S. Borr  
2110 Savannah Oaks Lane  
Apopka, FL 32703

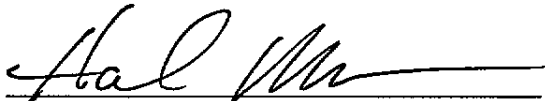
ARTICLE XI

The name and address of the registered agent for this corporation are: Hal Morrow, 316-A Eighth Street, Atlantic Beach, FL 32233.

ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is Hal Morrow, Post Office Box 50791, Jacksonville, FL 32240

The undersigned incorporator has executed these Articles of Incorporation this 3 day of February, 2000.




Hal Morrow, Incorporator

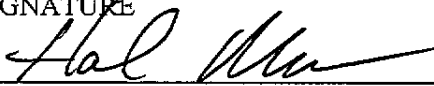
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
THE SERVICE OF PROCESS WITHIN FLORIDA,  
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT THE AMERICAN SAFETY & LOSS CONTROL INSTITUTE, INCORPORATED DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS NAMED HAL MORROW, 316-A EIGHTH STREET, ATLANTIC BEACH, FLORIDA 32233, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

SIGNATURE   
Hal Morrow  
TITLE President  
DATE 2-3-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE   
Hal Morrow  
DATE: 2-3-00

APPROVED  
AND  
FILED  
00 APR 10 PM 4: 12  
SECRETARY OF STATE  
TALAHASSEE, FLORIDA