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Florida Department of State
Division of Corporations
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EFFECTIVE DATE

1-1-2004

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : *Debbie Thacker* FOWLER, WHITE 2
Account Number : I19990000148
Phone : (813) 228-7411
Fax Number : (813) 228-9401

FLORIDA PROFIT CORPORATION OR P.A.

Foreline Security, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FORELINE SECURITY, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation (the "Corporation"):

**ARTICLE I
Name**

EFFECTIVE DATE
1-1-2004

The name of the Corporation is Foreline Security, Inc.

**ARTICLE II
Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 8419 Sunstate Street, Tampa, Florida 33634.

**ARTICLE III
Shares**

The Corporation shall have authority to issue 10,000 common shares with a par value of \$.01 per share.

**ARTICLE IV
Initial Registered Agent and Office**

The street address of the Corporation's initial registered office is 501 E. Kennedy Blvd., Suite 1700, Tampa, Florida 33602, and the name of the Corporation's initial registered agent at that address is Fowler White Boggs Banker P.A., care of Hunter J. Brownlee.

**ARTICLE V
Incorporator**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Hunter J. Brownlee	501 E. Kennedy Blvd. Suite 1700 Tampa, Florida 33602

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ARTICLE VI
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE VII
Effective Date

The effective date of the filing of these Articles of Incorporation shall be January 1, 2004.

Dated this 15th day of December, 2003.



Hunter J. Brownlee, Incorporator

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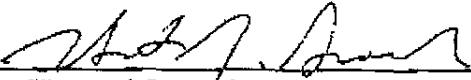
ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for Foreline Security, Inc., at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 15th day of December, 2003.

FOWLER WHITE BOGGS BANKER P.A.

By: 
Hunter J. Brownlee
Authorized Person