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Craig Z. Sherar, Esq.
Professional Association

Craig Z. Sherar
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Continental Plaza
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RECEIVED
JUN 14 1996

June 11, 1996

EFFECTIVE DATE
June 12, 1996

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

000001261660
-06/14/96--01003--012
****122.50 ****122.50

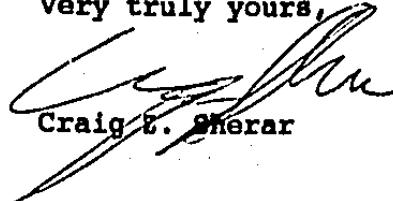
Re: Safeguard International, Inc.

Dear Sir:

Enclosed for filing are the Articles of Incorporation of the above-captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Secretary of State, to cover the required filing fees.

Please return a certified copy of the Articles to me in the enclosed self-addressed envelope.

Very truly yours,


Craig Z. Sherar

Enclosures

FILED
96 JUN 13 PM 2:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 6/14/96

ARTICLES OF INCORPORATION
OF
SAFEGUARD INTERNATIONAL, INC.

95 JUN 13 PM 2:13
STATE
FLORIDA

ARTICLE I - NAME

The name of this Corporation is Safeguard International, Inc. The mailing address is: 3620 Creekside Drive, Sebring, Florida 33872.

EFFECTIVE DATE
June 12, 1996

ARTICLE II - DURATION

The Corporation shall have a perpetual existence. The Corporation shall commence existence on June 12, 1996.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 3250 Mary Street, Suite 202, Coconut Grove, Florida 33133, and the initial registered agent of this Corporation at such office shall be Craig Z. Sherar, Esq. who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office

open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than 15. The name and address of the director constituting the initial Board of Directors is:

| <u>Name</u> | <u>Address</u> |
|------------------------|--|
| James Robert Greenwood | 3620 Creekside Drive Sebring, Florida 33872 |

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

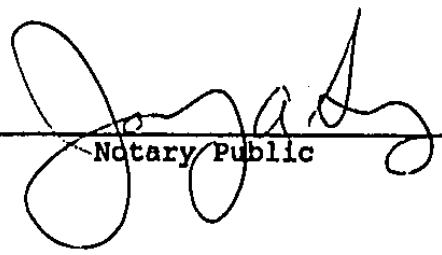
| <u>Name</u> | <u>Address</u> |
|--------------------------|--|
| Craig Z. Sherar, Esquire | 3250 Mary Street, #202 Coconut Grove, Florida 33133 |



Craig Z. Sherar, Esquire
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE) SS:


The foregoing Articles of Incorporation of Safeguard International, Inc. acknowledged before me this 12th day of June, 1996 by Craig Sherer as Incorporator.



Notary Public

My Commission Expires:

April 25, 1999

 JODY A BAENZ
My Commission CC458101
Expires Apr. 25, 1999
Bonded by HAI
800-422-1555

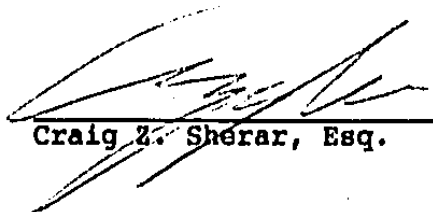
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STATE OF FLORIDA
TALLAHASSEE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Safeguard International, Inc. at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: 6-12, 1996.



Craig Z. Sherar, Esq.