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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

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FOREIGN PROFIT QUALIFICATION

McRoberts Protective Agency, Inc.

Certificate of Status	0
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. McRoberts Protective Agency, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. New York 3. 13-5240158
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 30, 1938 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 17 Battery Place, 9th Floor, New York, New York 10004
(Principal office address)

17 Battery Place, 9th Floor, New York, New York 10004
(Current mailing address)

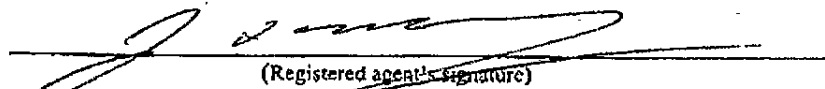
8. Any and all kinds of patrol work, so far as permitted by law.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: National Corporate Research Ltd., Inc.

Office Address: 1406 Hays Street, Suite #2
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Meredith McRoberts

Address: 17 Battery Place, 9th Floor
New York, New York 10004

Vice Chairman:

Address:

Director: Nancy Stein

Address: 17 Battery Place, 9th Floor
New York, New York 10004

Director: Michael Lutz

Address: 17 Battery Place, 9th Floor
New York, New York 10004

B. OFFICERS

President: Meredith McRoberts

Address: 17 Battery Place, 9th Floor
New York, New York 10004

Vice President:

Address:

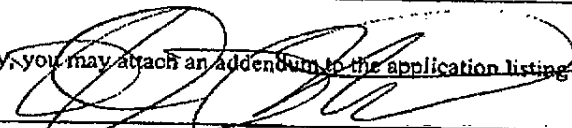
Secretary: Phil DeVillers

Address: 17 Battery Place, 9th Floor, New York, New York 10004

Treasurer: Phil DeVillers

Address: 17 Battery Place, 9th Floor, New York, New York 10004

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Phil DeVillers, Chief Financial Officer/Treasurer
(Typed or printed name and capacity of person signing application)

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**State of New York } ss:
Department of State**

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I hereby certify, that the Certificate of Incorporation of MROBERTS PROTECTIVE AGENCY, INC. was filed on 08/30/1938, fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



Witness my hand and the official seal of the Department of State at the City of Albany, this 20th day of November two thousand and one.

Special Deputy Secretary of State

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