

CT CORPORATION

F02000002014

CORPORATION(S) NAME

Homeland Security Corp. d/b/a Florida Homeland Security Corp.

FILED
02 APR 23 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 APR 23 PM 12:42
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

4/23/02

Order#: 5224552

Ref#: _____

Amount: \$ _____

BK

100005326691---1
-04/23/02--01057--020
*****70.00 *****70.00

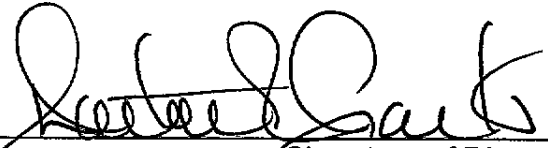
660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Doctor R. Crants, do hereby certify
that this Resolution of the Board of Directors of Homeland Security
Corporation, a corporation duly organized and
existing under the laws of the State of Tennessee, was duly adopted on
October 18, 2001.

Resolved, that Homeland Security Corporation, organized
and existing in the State of Tennessee hereby adopts the name Florida Homeland
Security Corp. for use in Florida.

Dated: _____



Signature of Director

**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. Homeland Security Corporation

(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. Tennessee

(State or country under the law of which it is incorporated)

3. 01-0566755

(FEI number, if applicable)

4. 10/18/2001

(Date of incorporation)

5. Perpetual

(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. 102 Woodmont Blvd. Suite 610, Nashville, TN 37205

(Principal office address)

same

(Current mailing address)

8. To provide security and consulting training services.

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

By: Joan Bolden JOAN BOLDEN
(Registered agent's signature) ASSISTANT SECRETARY

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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

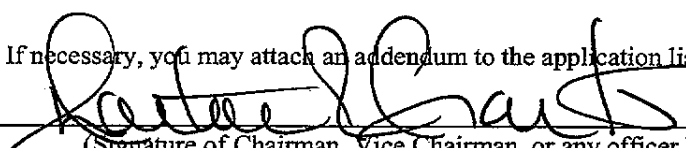
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Doctor R. Crants, Chairman & CEO
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Homeland Security Corporation

Directors:

Doctor R. Crants, Chairman and CEO
Office: 102 Woodmont Blvd., Suite 610
Nashville, TN 37205

Bruce K. Siddle, President
Office: 500 South Illinois, Suite 3
P.O. Box 70
Millstadt, IL 62260

Joseph F. Johnson, Director
Office: 1140 Connecticut Avenue, Suite 508
Washington, DC 20036

Officers:

Doctor R. Crants, CEO (see address above)
Bruce K. Siddle, President (see address above)

Andrew L. Vita, Executive Vice President and Chief Operating Officer
Office: 102 Woodmont Blvd., Suite 610
Nashville, TN 37205

Valerie L. Van Eaton, Chief Development Officer
Office: 102 Woodmont Blvd., Suite 610
Nashville, TN 37205

Linda G. Cooper, General Counsel
Office: 102 Woodmont Blvd., Suite 610
Nashville, TN 37205

Melinda K. Cullen, Chief Financial Officer
Office: 102 Woodmont Blvd., Suite 610
Nashville, TN 37205

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TALLAHASSEE, FLORIDA

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 03/27/2002
REQUEST NUMBER: 02086505
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/18/2001
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0415745
JURISDICTION: TENNESSEE

TO:
CFS
8161 HWY 100

NASHVILLE, TN 37221

REQUESTED BY:
CFS
8161 HWY 100

NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"HOMELAND SECURITY CORPORATION"

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 03/27/02

FROM:
CFS
8161 HIGHWAY 100
#172
NASHVILLE, TN 37221-0000

RECEIVED: FEES \$440.00 \$0.00
TOTAL PAYMENT RECEIVED: \$440.00

RECEIPT NUMBER: 00003041242
ACCOUNT NUMBER: 00101230



SS-4458

Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE