

F98000003393

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: TRACERTON Enterprises, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

TIMOTHY GILMORE
(Name of Person)

TRACERTON Enterprises, INC.
(Firm/Company)

6101 WASHINGTON BLVD
(Address)

Culver City, CA 90232
(City/State/Zip)

98 JUN 15 AM 9:03

FILED
SECRETARY OF STATE
CORPORATIONS

mtm
6/16

Should you need to call someone concerning this matter, please call:

200002560072--5
-06/15/98--01107--009
*****78.75 *****78.75

TIMOTHY GILMORE at (310) 815 8283
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**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. TRACERTON Enterprises, 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. CALIFORNIA 3. 95-4073335
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10-28-96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. We are WAITING TO become properly registered + licensed.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6101 WASHINGTON Blvd
Oakland City, CA 90232
(Current mailing address)

8. Security Guard 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: TAMI F. CONETTA, ESQ

Office Address: 1549 RINGLING BLVD STE 600

SARASOTA, Florida, 34233
(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.

Tami Conetta
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 15 AM 9:03

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

*See Attached California
Statement of Domestic Stock Corp*

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 15 AM 9:03

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. *TIMOTHY O. GILMORE* *C.E.O.*

(Typed or printed name and capacity of person signing application)



State of California

Bill Jones

Secretary of State

P.O. Box 944230
Sacramento, CA 95834-2300
Phone (916) 657-3537

96-143345

FILED
SACRAMENTO, CALIF.

MAR 25 1996

Bill Jones
SECRETARY OF STATE

STATEMENT BY DOMESTIC STOCK CORPORATION

THIS STATEMENT MUST BE FILED WITH CALIFORNIA SECRETARY OF STATE (SEC. 1502, CORPORATIONS CODE)

A \$10 FILING FEE MUST ACCOMPANY THIS STATEMENT.

WHEN COMPLETING FORM, PLEASE USE BLACK TYPEWRITER RIBBON OR BLACK INK

IMPORTANT—Please Read Instructions On Back Of Form

DO NOT ALTER PREPRINTED NAME IF ITEM NO. 1 IS BLANK. PLEASE ENTER CORPORATE NAME

1 C1390094
TRACERTON ENTERPRISES, INC.
P.O. BOX 512
CULVER CITY, CA 90232

IF THERE HAS BEEN NO CHANGE IN ANY OF THE INFORMATION ON FILE—PROCEED TO LINE 16 DO NOT WRITE IN THIS SPACE

THE CALIFORNIA CORPORATION NAMED HEREIN, MAKES THE FOLLOWING STATEMENT

2 STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE 6101 WASHINGTON BLVD.	ROOM NO.	2A CITY AND STATE CULVER CITY, CA	2B ZIP CODE 90232
3 STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA 6101 WASHINGTON BLVD.	ROOM NO.	3A CITY CULVER CITY, CA	3B ZIP CODE 90232
4 MAILING ADDRESS P.O. BOX 512	ROOM NO.	4A CITY AND STATE CULVER CITY, CA	4B ZIP CODE 90232

THE NAMES OF THE FOLLOWING OFFICERS ARE:

Must have these three officers (Sec. 312, Corporations Code). An officer may hold more than one office.

5 CHIEF EXECUTIVE OFFICER Timothy O. Gilmore	5A STREET ADDRESS DO NOT USE P.O. BOX 6101 Washington Blvd.	5B CITY AND STATE Culver City, CA	5C ZIP CODE 90232
6 SECRETARY Patrick D. Healy	6A STREET ADDRESS DO NOT USE P.O. BOX 6101 Washington Blvd.	6B CITY AND STATE Culver City, CA	6C ZIP CODE 90232
7 CHIEF FINANCIAL OFFICER Patrick D. Healy	7A STREET ADDRESS DO NOT USE P.O. BOX 6101 Washington Blvd.	7B CITY AND STATE Culver City, CA	7C ZIP CODE 90232

INCUMBENT DIRECTORS, INCLUDING DIRECTORS WHO ARE ALSO OFFICERS

Officers may also be directors. Must have one or more directors (Chap. 3, Sec. 301a, Corporations Code). Statements not listing directors will be rejected.

8 NAME Timothy O. Gilmore	8A STREET ADDRESS DO NOT USE P.O. BOX 6101 Washington Blvd.	8B CITY AND STATE Culver City, CA	8C ZIP CODE 90232
9 NAME Patrick D. Healy	9A STREET ADDRESS DO NOT USE P.O. BOX 6101 Washington Blvd.	9B CITY AND STATE Culver City, CA	9C ZIP CODE 90232
10 NAME Jeffrey M. Gilmore	10A STREET ADDRESS DO NOT USE P.O. BOX 6101 Washington Blvd.	10B CITY AND STATE Culver City, CA	10C ZIP CODE 90232

11 THE NUMBER OF VACANCIES ON THE BOARD OF DIRECTORS, IF ANY

DESIGNATED AGENT FOR SERVICE OF PROCESS (Only one agent may be named and must reside in California.)

12 NAME
Jerry Chiziver Richman, Lawrence, Mann, Green and Chizever

13 CALIFORNIA STREET ADDRESS IF AGENT IS AN INDIVIDUAL (DO NOT USE P.O. BOX) (DO NOT INCLUDE ADDRESS IF AGENT IS A CORPORATION)
9601 Wilshire Blvd - Penthouse Beverly Hills, CA 90210-5270

14 DESCRIBE TYPE OF BUSINESS OF THE CORPORATION NAMED IN ITEM 1.
Unarmed Guard Services, Landscape Services, Janitorial Services

15 I DECLARE THAT I HAVE EXAMINED THIS STATEMENT AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, IT IS TRUE, CORRECT AND COMPLETE.

Timothy O. Gilmore

TYPE OR PRINT NAME OF SIGNING OFFICER OR AGENT

SIGNATURE

C.E.O.
TITLE

2-15-96
DATE

16 DECLARE THERE HAS BEEN NO CHANGE IN THE INFORMATION CONTAINED IN THE LAST STATEMENT OF THE CORPORATION WHICH IS ON FILE IN THE SECRETARY OF STATE'S OFFICE, DOES NOT APPLY ON INITIAL FILING.

CHECK HERE

TYPE OR PRINT NAME OF SIGNING OFFICER OR AGENT

SIGNATURE

TITLE

DATE

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 28th day of October, 19 96,

TRACERTON ENTERPRISES, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation, nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

June 2, 1998



Bill Jones

Secretary of State