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Sarasota Office
406 Sarasota Quay
Sarasota, FL 34236

HAROLD O. MILLER, Chartered
400 South Tamiami Trail, Suite 250
Venice, Florida 34285
Office: (813) 484-8442
Fax: (813) 484-8250
Licensed in Florida, Virginia and Washington, D.C.

Virginia Office
700 Pine Street
Herndon, VA 22070

March 8, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Concept Asset Protection Systems, L.C.

Ladies and Gentlemen:

Enclosed are Articles of Incorporation and Acceptance of Registered Agent for the above corporation. Also enclosed is our check for \$80.00 to cover the cost of the filing fee and a copy of the stamped, filed Articles.

Thank you.

*Mr. Harold Miller gave
auth by phone to correct
Article X and correct R.A. name.
3/29/95*
vdm
Enclosure

Sincerely,

Donna Orsino
Donna M. Orsino
Legal Assistance

000001427440
-03/13/95--01020--007
*****80.00 *****80.00

FILED
MAR 27 11:52
TALLAHASSEE, FLORIDA
DEPT. OF STATE

*789, 627, 1127, 671
W95-5539*

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328*

95 SEP 27 11:52
FILED
TAMPA, FLORIDA

ARTICLES OF INCORPORATION
OF

CONCEPT ASSET PROTECTION SYSTEMS, L.C.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: CONCEPT ASSET PROTECTION SYSTEMS, L.C.

The address of the principal office of this corporation shall be 400 S. Tamiami Trail, Suite 250, Venice, Florida 34285, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 400 S. Tamiami Trail, Suite 250, Venice, Florida 34285, and the name of the initial registered agent of the corporation at

that address is Harold O. Miller, Chartered.

ARTICLE V. DURATION

The period of duration is perpetual.

ARTICLE VI. MANAGEMENT

The manager shall be Harold O. Miller, 400 S. Tamiami Trail, Suite 250, Venice, Florida 34285.

ARTICLE VII. ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon approval by all of the existing members.

ARTICLE VIII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continual membership of a member in the limited liability company shall be upon approval of all of the remaining members.

ARTICLE IX. TERM OF EXISTENCE

This corporation shall have one officer and one director, initially. The name and address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Harold O. Miller
President/Director

7422 Periwinkle Drive
Sarasota, Florida 34231

MANAGER
ARTICLE X. ~~INCORPORATOR~~

The name and street address of the ^{manager}~~incorporator~~ to these Articles of Incorporator is:

Harold O. Miller, Esquire
400 So. Tamiami Trail, Suite 250
Venice, Florida 34285

IN WITNESS WHEREOF, the undersigned, HAROLD O. MILLER, has hereunto set his
hand, on this 21st day of March, 1995.



HAROLD O. MILLER
~~INCORPORATOR~~ MANAGER

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Concept Asset Protection Systems, L.C. deposes and says:

- 1) The above named limited liability company has at least two members.
- 2) The total amount of cash contributed by the member(s) is \$100.00.
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$ -0-. A description of the property is attached and made a part hereto.
- 4) The total amount of cash or property anticipated to be contributed by member(s) is \$100.00. this total includes amounts from 2 and 3 above.



Harold O. Miller, Member

**CONCEPT ASSET PROTECTION SYSTEMS, L.C.
ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Harold O. Miller, Chartered, a Florida Professional Corporation, authorized to transact business in this State, having a business office at 400 So. Tamiami Trail, Suite 250, Venice, FL 34285, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

HAROLD O. MILLER, CHARTERED

BY:


Harold O. Miller, President

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: _____
CONCEPT ASSET PROTECTION SYSTEMS, L.C.

2. The name and address of the registered agent and office is:

Harold O. Miller, Chartered
(Name)

400 S. Tamiami Trail, Suite 250
(P.O. Box not acceptable)

Venice, Florida 34285
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 obligations of my position as registered agent.

(Signature)

3-21-91
(Date)


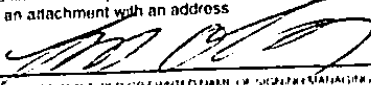
FILING FEE: \$ 35 for Designation of Registered Agent

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

96 APR 17 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 238.75		Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company		DOCUMENT #L95000000242	
CONCEPT ASSET PROTECTION SYSTEMS, L.C. 400 S. TAMiami TRAIL, SUITE 250 VENICE FL 34285		1a. Principal Place of Business Address 400 S. TAMiami TRAIL, SUITE 2 VENICE FL 34285	
<small>If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a</small>		3. Date Organized or Qualified 03/27/1995	
2. Principal Place of Business		3a. State of Formation FL	
2a. Mailing Address		4. FET Number 66-057-8890	
Suite, Apt. #, etc.		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
City & State		5. Date of Last Report	
Zip		6. Certificate of Status Desired <input type="checkbox"/> <small>Is An Additional Fee Required</small>	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent	
HAROLD O, MILLER CHARTERED 400 S. TAMiami TRAIL, SUITE 250 VENICE FL 34285		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code FL	
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations			
SIGNATURE _____ DATE _____ <small>(Registered Agent Accepting Appointment) (If 311, Registered Agent's signature required when reappointing)</small>			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
M	MILLER, HAROLD O	400 S. TAMiami TRAIL, SUITE 250 VENICE FL	2000011780802 -04/23/96--01103--007 ***238.75 ***238.75
11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address			
SIGNATURE:  <small>SIGNATURE AND TITLE OF CURRENTLY FORMER OR FORMER MANAGING MEMBER OR MANAGER</small>			