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From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MILLENNIUM SECURITY MANAGEMENT CORP.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 30, 1999

FAS-T CORP

SUBJECT: MILLENNIUM SECURITY MANAGEMENT CORP.
REF: W99000029752

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

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Angela Howell
Document Specialist

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Division of Corporations - P.O. BOX 6827 -Tallahassee, Florida 32314

EFFECTIVE DATE
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Millennium Security Management Corp.

ARTICLE I - NAME

The name of this corporation is Millennium Security Management Corp.
1521 Alton Road 314, Miami Beach, FL 33139

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on
January 1, 2000.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted
under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One
Dollar (\$1.00) par value common stock, which shall be designated
"Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE & AGENT

The name and street address of the initial registered agent and
office of this corporation is Sergio Virto 1521 ALTON ROAD 314 MIAMI BEACH,
FL. 33139

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number
of directors may be increased or diminished from time to time by the
By-Laws but shall never be less than (1). The name and address of the
initial director(s) of this corporation is:

Sergio Virto
1521 Alton Road 314
Miami Beach, FL 33139

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ARTICLE VII - BY LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the stockholders or directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as early as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The name of the person signing these articles is Sergio Virto.

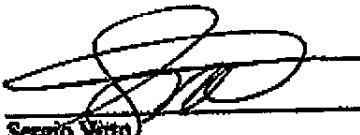
1521 ALTON ROAD 314
MIAMI BEACH, FL. 33139

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

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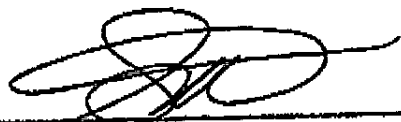
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 27th day of December of 1999.


Sergio Vito

ACCEPTANCE AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED this 27th day of December, 1999.


Sergio Vito

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