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FILED
2000 MAR 10 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sender's Name Kent C. Givens Phone 305 304-1177
Company US OPTIONS
Address 550 NW 42ND AVE STE 207 Dept./Floor/Suite/Room
City MAYAGUEZ State PR ZIP 00981

EFFECTIVE DATE
3-30-00

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*****87.50 *****87.50

file date 3/10/00
per Beth

AR 3/29

B. REGISTER MAR 29 2000
W-6830



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 14, 2000

KENT C JURNEY
550 NW 42ND AVE, SUITE 207
MIAMI, FL 33126

SUBJECT: ADMIRAL SECURITY GROUP, INC.
Ref. Number: W00000006830

We have received your document for ADMIRAL SECURITY GROUP, INC. and check(s) totaling \$87.50. However, your check(s) and document are being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 000A00014052

EFFECTIVE DATE
3-3-00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
ADMIRAL SECURITY GROUP, INC.

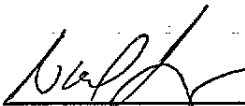
THE UNDERSIGNED, desiring to incorporate a corporation under the provisions of the Florida Corporation Act does hereby certify:

1. The name of the corporation is ADMIRAL SECURITY GROUP, INC.
2. The term for which the corporation is to exist is perpetual.
3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.
4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is FIVE-HUNDRED (500) shares of common stock having a par value of ONE-DOLLAR (\$1.00 U.S.D.) each.
5. The initial principal office of the corporation shall be located at 714 Meadow Street, Sanford, FL 32773. The Registered Agent shall be HOWARD FARBISH, 1320 S. Dixie Highway, Suite 106I, Coral Gables, Florida 33146.
6. The initial Board of Directors shall be comprised of TWO (2) member(s). The number of Directors may be either increased or decreased from time to time by the By-Laws but shall never be less than TWO (2).
7. The name of the initial Directors is ERNEST LARRY ALEXANDER

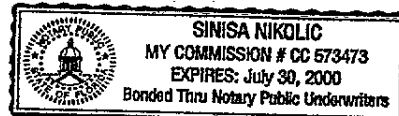
8. The name of the DIRECTOR/PRESIDENT is ERNEST LARRY ALEXANDER, 714 Meadow Street, Sanford, FL 32773, ^{WHO IS ALSO @} and the VICE-PRESIDENT/TREASURER/SECRETARY
9. The formation of the corporation shall be effective as of the date of execution and acknowledgment hereof.
10. With respect to shares of stock of the corporation, every shareholder upon a sale for cash or other property or any such new shares of stock, or options or warrants therefore, shall have the pre-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others.


Prepared By: ERNEST LARRY ALEXANDER
Address: 714 Meadow Street
Sanford, FL 32773
Tel. (407) 323-8887

IN WITNESS WHEREOF, the ERNEST LARRY ALEXANDER
undersigned has hereunto set his hand and seal this 3RD day of
MARCH, 2000.

 SINISA NIKOLIC
Notary Public - State of Florida

My Commission Expires: JULY 30, 2000



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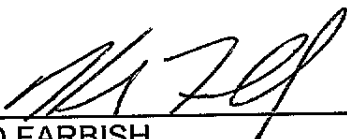
ADMIRAL SECURITY GROUP, INC.
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE VERIFIED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

ADMIRAL SECURITY GROUP, desiring to organize under the laws of the State of Florida, with its principal office at 714 Meadow Street, Sanford, FL 32777 has named HOWARD FARBISH, located at 1320 S. Dixie Highway, Suite 106I, Coral Gables, Florida 33146, County of Miami Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated people, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.



HOWARD FARBISH

Date: 2/29/00