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TRANSMITTAL LETTER

47437

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

SUBJECT: PRO-GUARD SECURITY TRAINING ACADEMY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: WALTER R. SMITH II
Name (Printed or typed)

10780 S.W. 47 Street
Address

Miami, FL 33165
City, State & Zip

305-219-5753
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY -9 PM 11:27

FILED

NOTE: Please provide the original and one copy of the articles.

ajc 5/12

**ARTICLES OF INCORPORATION
OF**

PRO-GUARD SECURITY TRAINING ACADEMY, INC.

The undersigned, natural person competent to contract hereby subscribes to these Articles to form a corporation under and pursuant to the laws of the State of Florida for the purpose hereinafter stated.

ARTICLE I - NAME

The name of this corporation is PRO-GUARD SECURITY TRAINING ACADEMY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon a 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 prorata share thereof (as nearly as many be done without issuance of fractional shares) at the price which is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10780 S.W. 47 Street, Miami, Florida 33165; and the name of the initial registered agent of this corporation at that address is WALTER R. SMITH II.

FILED
00 MAY -9 PM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may either be increased or decreased from time to time by the by-laws, but shall never be less than one director. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
WALTER R. SMITH, II	10780 S.W. 47 Street Miami, Florida 33165
MARIA I. SMITH	10780 S.W. 47 Street Miami, Florida 33165

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
WALTER R. SMITH, II	10780 S.W. 47 Street Miami, Florida 33165


ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the stockholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto; and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles this 8 day of May, 2000.

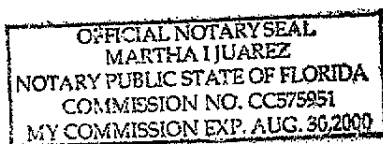

WALTER R. SMITH, II

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared WALTER R. SMITH, II, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 8th day of May, 2000.



Martha I. Juarez
NOTARY PUBLIC, State of Florida
Martha I. Juarez
NOTARY SEAL

Produced Identification ✓

Type of Identification Produced Fla. Driver's License

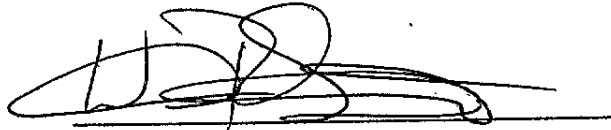
RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That PRO-GUARD SECURITY, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 10780 S.W. 47 Street, Miami, Florida 33165 has named WALTER R. SMITH, II located at 10780 S.W. 47 Street, Miami, Florida 33165 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



WALTER R. SMITH, II

FILED
00 MAY -9 PM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA