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LAW OFFICES  
PURDY, JOLLY & GIUFFREDA, P.A.

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May 10, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Systematic Control of Florida, Inc.

700003251337--9  
-05/12/00--01127--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

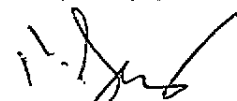
Enclosed are the original and one copy of the Articles of Incorporation and Certificate of Registered Agent for the above-referenced corporation together with our check in the amount of \$78.75 which represents the charter tax, filing fee, registered agent fee and fee for a certified copy of the Articles.

The incorporator and director, James Lyall, is the principal for Systematic Control, Inc., and authorizes the issuance of a certificate of incorporation to Systematic Control of Florida, Inc.

If these meet with your approval, kindly return the certified copy of the Articles to our office.

Thank you for your cooperation.

Very truly yours,



BRUCE W. JOLLY

BWJ:sa

Enclosures

EFFECTIVE DATE  
5-10-00

FILED  
00 MAY 12 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten initials and date: 5-16-00

**ARTICLES OF INCORPORATION  
OF  
SYSTEMATIC CONTROL OF FLORIDA, INC.**

**EFFECTIVE DATE**  
**5-10-00**

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is SYSTEMATIC CONTROL OF FLORIDA, INC.

**ARTICLE II**

**DURATION**

This Corporation shall have perpetual existence, and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

**ARTICLE III**

**PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**FILED**  
**00 MAY 12 PM 3:14**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE IV**

**CAPITAL STOCK**

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V**

**PREEMPTIVE RIGHTS**

Every shareholder, 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 nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI**

##### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Directors of this corporation are:

James Lyall

160 S.W. 101st Avenue  
Plantation, Florida 33324

Elinor M. Lyall

160 S.W. 101st Avenue  
Plantation, Florida 33324

#### **ARTICLE VII**

##### **PRINCIPAL OFFICE**

The principal address of this corporation is 160 S.W. 101st Avenue, Plantation, Florida 33324.

#### **ARTICLE VIII**

##### **INCORPORATION**

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

JAMES LYALL

160 S.W. 101st Avenue  
Plantation, Florida 33324

**ARTICLE IX**

**ACTION BY DIRECTORS WITHOUT A MEETING**

The Directors of this Corporation may take action by written consent as provided by law.

**ARTICLE X**

**INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XI**

**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 shareholders is subject to this reservation.

**ARTICLE XII**

**INITIAL REGISTERED AGENT  
INITIAL REGISTERED OFFICE**

The Corporation's Initial Registered Agent and Initial Registered Office in the State of Florida are:

BRUCE W. JOLLY, ESQUIRE

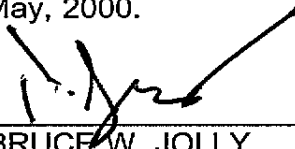
1322 S.E. Third Avenue  
Ft. Lauderdale, Florida 33316

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status, consent to act in this capacity, state that I am familiar with and accept the obligations provided for in Section 607.0501,

Florida Statutes, and agree to comply with all requirements of law pertaining thereto.

DATED this 10<sup>th</sup> day of May, 2000.

  
\_\_\_\_\_  
BRUCE W. JOLLY  
Registered Agent

  
\_\_\_\_\_  
JAMES LYALL  
Incorporator

FILED  
00 MAY 12 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

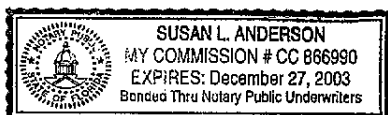
STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, this day personally appeared JAMES LYALL, to me well known or produced identification, and known to me to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, said County and State, this 10<sup>th</sup> day of May, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:



STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, this day personally appeared BRUCE W. JOLLY, to me well known or produced identification, and known to me to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, said County and State, this 10<sup>th</sup> day of May, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:

