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June 1, 2000

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Department of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

Re: INTERNATIONAL SECURITY & INVESTIGATIONS, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50, representing payment for the Charter Tax, Filing Fee, Certified Copy Fee, and Registered Agent's Fee. Please file the enclosed Articles of Incorporation, and return a certified copy to the undersigned.

Thank you for your help with this matter.

Very truly yours,

Addison E. Walker

ADDISON E. WALKER

AEW/mw
Encls.

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FILED
00 JUN -5 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FL 06000

6-14
44C

ARTICLES OF INCORPORATION
OF
INTERNATIONAL SECURITY & INVESTIGATIONS, INC.

FILED
00 JUN -5 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt the following ARTICLES OF INCORPORATION.

ARTICLE I

The name of the corporation is INTERNATIONAL SECURITY & INVESTIGATIONS, INC. The principal office and mailing address of the corporation is 988 Derbyshire Drive, Kissimmee, Florida 34758. The corporation may relocate its office anywhere within the State of Florida.

ARTICLE II

The duration of the corporation shall be perpetual. The date of the commencement of corporate existence shall be the date the ARTICLES OF INCORPORATION are filed with the Secretary of State.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To own and maintain a business providing security for the prevention or suppression of all criminal acts, to include burglary, theft, and robbery, together with the reduction, suppression, or prevention of illegal or criminal activity, utilizing guards or watchmen and electronic devices, and to undertake all other matters necessary or appropriate to those endeavors.

2. To conduct and operate a general investigation business, and to provide and furnish general and specific services and personnel to individuals, firms, corporations, or associations requiring or seeking such services, and to conduct inquiries and investigations of every legitimate nature, whether civil, criminal, social, individual, or otherwise, and to make reports on those inquiries and investigations to the proper person or persons.

3. To engage in the business of acting as an elisor or process server, and in that capacity to serve and deliver any and all manner, type, or form of papers or documentation, to include legal process for all courts, whether state or federal, and to deliver all such items and make or give a proper return therefor, and to engage in such other activities as are incidental to, or connected with, the operation of that business.

4. To transact any other trade or business which can, in the opinion of the management of the corporation, be advantageously carried on in connection with or auxiliary to the general purposes

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

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of ONE (\$1.00) DOLLAR per share. The stock shall be issued and redeemed as follows:

1. There shall be one class of common stock; there shall be no preferred stock, and the stock shall not be issued as a special class in series. The shareholders shall not have any pre-emptive rights.

2. The consideration to be paid for each share shall be fixed by the Board of Directors and any and all shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not liable to any further call or assessment thereon, and the holders of such shares shall not be liable for any further payments thereon.

3. The capital stock may be paid for in property, labor, or services at a just valuation to be fixed by the incorporators, or by the director or directors.

4. The stock shall be issued from time to time as may be determined by the Board of Directors.

5. Upon dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as holdings may appear upon the stock record of the corporation.

ARTICLE V

The presence, at any stockholders meeting, in person or by proxy, of persons entitled to vote a simple majority of the shares of the corporation then issued and outstanding shall constitute a quorum for the transaction of business. The affirmative vote of a simple majority of the outstanding shares of the corporation shall be the act of the stockholders.

ARTICLE VI

These ARTICLES OF INCORPORATION may be amended in the manner provided by law. The amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a simple majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written document stating their intention that a certain amendment of these ARTICLES OF INCORPORATION be made.

ARTICLE VII

The initial street address of the registered office of the corporation in the State of Florida is 988 Derbyshire Drive, Kissimmee, Florida 34758. The name of the initial registered agent at that address is TERRY WAYNE UPCHURCH.

ARTICLE VIII


The initial directors of this corporation are TERRY WAYNE UPCHURCH, whose address is 988 Derbyshire Drive, Kissimmee, Florida 34758, and MANUEL FERNANDO ORELLANA, whose address is 1013 Burnley Court, Kissimmee, Florida 34758. At the first annual meeting of the shareholders, and at each annual meeting thereafter, the shareholders shall elect a director or directors, to hold office until the next succeeding annual meeting of shareholders. There shall never be less than one director.

ARTICLE IX

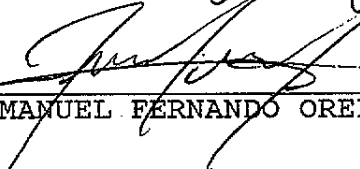
The names and addresses of the persons signing these ARTICLES OF INCORPORATION as the Incorporators are:

NAME	ADDRESS
TERRY WAYNE UPCHURCH	988 Derbyshire Drive Kissimmee, FL 34758
MANUEL FERNANDO ORELLANA	1013 Burnley Court Kissimmee, FL 34758

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed and subscribed the foregoing ARTICLES OF INCORPORATION on this 31st day of May, 2000.



TERRY WAYNE UPCHURCH



MANUEL FERNANDO ORELLANA

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared TERRY WAYNE UPCHURCH and MANUEL FERNANDO ORELLANA, to me known to be the persons described as Incorporators, and who executed the foregoing

ARTICLES OF INCORPORATION, and who did duly swear before me that they subscribed to these ARTICLES OF INCORPORATION on the 31st day of May, 2000.

Mary L. Walker
NOTARY PUBLIC, State of FL
My Commission Expires:



Mary L. Walker
MY COMMISSION # CC602914 EXPIRES
January 19, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

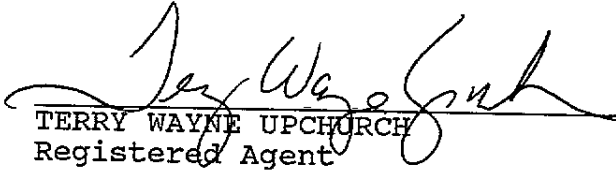
In compliance with Section 48.091, Florida Statutes, and Chapter 607 et seq., Florida Statutes, the following is submitted:

That INTERNATIONAL SECURITY & INVESTIGATIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the ARTICLES OF INCORPORATION, has named TERRY WAYNE UPCHURCH, located at 988 Derbyshire Drive, Kissimmee, Florida, 34758, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provision of Florida Law relative to keeping the designated office open.

May 31, 2000
Date


TERRY WAYNE UPCHURCH
Registered Agent

FILED
00 JUN -5 AM 8:10
SECRETARY OF STATE
TALLAHASSEE FL 9111