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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

TECHLOCK, INC.

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ARTICLES OF INCORPORATION

OF

TECHLOCK, INC

THE UNDERSIGNED do hereby associate TECHLOCK, INC. for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

TECHLOCK, INC

ARTICLE II - PURPOSE

- A. TO DEVELOP HIGH TECHNOLOGY SECURITY LOCKS
- B. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner to wit: One Hundred (100) Shares of Common Stock, having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

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ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

300 BISCAYNE BLVD WAY, SUITE 1111
MIAMI, FLORIDA 33131

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be Scott A. Marcus, Esq., and the Registered Office shall be located at:

300 BISCAYNE BLVD WAY, SUITE 1111
Miami, Fl. 33131

or such other person or such other place as the Director or Board of Directors may from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Secretary, and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire chose to elect. The name and

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address of the officer or officers who shall serve until the first election by the Board of directors shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
FREDRIC S. BRANDT	President	300 BISCAYNE BLVD WAY, 1111 MIAMI, FL 33131
MARVIN A. MARCUS	Secretary/Treasurer	300 BISCAYNE BLVD WAY, 1111 MIAMI, FL 33131

ARTICLE IX - BOARD OF DIRECTORS

The corporation shall be governed by a Board of Directors which shall consist of one (1), but not more than (5) persons.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and qualified shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
MARVIN A. MARCUS	300 BISCAYNE BLVD WAY, SUITE 1111, MIAMI, FLORIDA 33131

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ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT OF SHARES</u>
MARVIN A. MARCUS		51	\$
FREDRIC S. BRANDT		49	\$

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in Connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any rights to which such Director or Officer may be entitled.

ARTICLE XIII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

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ARTICLE XIV - BYLAWS

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

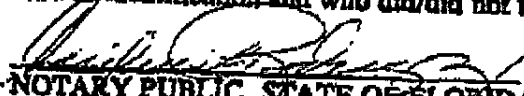
IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this day of 2000.

STATE OF FLORIDA
 COUNTY OF DADE


 MARVIN A. MARCUS (SEAL)

The foregoing instrument was acknowledged before me this day of 2000 by Marvin Marcus, who is personally known to me or has been identified to me by his drivers license as identification and who did/did not take an oath.




 NOTARY PUBLIC, STATE OF FLORIDA

CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of the TECHLOCK, INC. and agree to serve as its Registered Agent to accept service of process within the State at its Registered Office located

At 300 BISCAYNE BLVD WAY, SUITE 1111, Miami, FL 33131


 SCOTT A. MARCUS, Registered Agent

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