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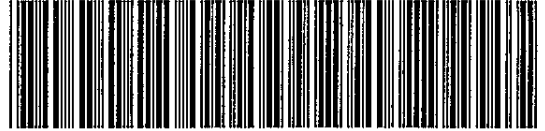
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TS 7/29/04

LAW OFFICES OF
BARRY A. DIAMOND, P.A.
CORAL SPRINGS COMMERCE CENTRE
9728 WEST SAMPLE ROAD * POST OFFICE BOX 8824
CORAL SPRINGS, FLORIDA 33065

BROWARD: (954) 752-5000 * FAX: (954) 752-0558

July 27, 2004

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

Re: **METROPOL SECURITY, INC.**

Gentlemen:

Enclosed herewith, in duplicate, please find Articles of Amendment for the above-referenced Corporation.

Also enclosed is my check in the amount of \$35.00 for filing the Articles of Amendment and a copy to be returned to the undersigned at the above-referenced address.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



BARRY A. DIAMOND

BD/jac

encs.

ARTICLES OF AMENDMENT

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned Corporation, as executed by its President and Secretary and acknowledged by its Secretary, hereby executes these Articles of Amendment as follows:

1. The name of the Corporation is METROPOL SECURITY, INC.
2. The street address of the Corporation's registered office is currently 1702 Andros Isle, Apt. D-1, Coconut Creek, Florida 33066.
3. The new street address of the Corporation's new registered office will be 9728 West Sample Road, Coral Springs, Florida 33065.
4. The name of the Corporation's registered agent is currently ILENE CARTE.
5. The name of the Corporation's new registered agent will be BARRY A. DIAMOND, ESQUIRE.
6. The street address of its registered office and the street address of the business office of its Registered Agent, as changed herein, will be identical.

The above Amendment was unanimously adopted at a Special Meeting held on the 30th day of June, 2004, by the Board of Directors and Shareholders of the Corporation in accordance with Florida Statutes 607.1003, whereby the number of votes cast by the Shareholders for such Amendment was sufficient, as evidenced by the execution of these Articles of Amendment.

METROPOL SECURITY, INC.

By: *Ilene P. Carte*
ILENE P. CARTE, Its President

Attest: *Richard D. Carte*
RICHARD D. CARTE, Its Secretary

Ilene P. Carte
ILENE P. CARTE,
Director and Shareholder

Richard D. Carte
RICHARD D. CARTE,
Director

STATE OF *Fla.*
COUNTY OF *Orange*

The foregoing Articles of Amendment were acknowledged before me this *30* day of *June*, 2004, by ILENE P. CARTE, President, Director and Shareholder of METROPOL SECURITY, INC., a Florida corporation, who (is personally known to me/has produced *Ilene P. Carte* as identification) and who (did/did not) take an oath.

(SEAL)

Anita Waldman
Please Print Name: *ANITA WALDMAN*
Notary Public
Serial No. (if any): *ANITA WALDMAN*
ANITA WALDMAN
Notary Public, State of New York
No. 01984828997
Qualified in Kings County
Commission Expires Feb. 28, 2008 *olp*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE LAW OFFICES OF BARRY A. DIAMOND, P.A.

9728 WEST SAMPLE ROAD ♦ POST OFFICE BOX 8824 ♦ CORAL SPRINGS, FLORIDA 33065
(954) 752-5000 ♦ FAX: (954) 752-0558

STATE OF N.Y.
COUNTY OF Orange

The foregoing Articles of Amendment were acknowledged before me this 30 day of June, 2004, by RICHARD D. CARTE, Secretary and Director of METROPOL SECURITY, INC., a Florida corporation, who (is personally known to me/has produced Richard D. Carte as identification) and who (did/did not) take an oath.

(SEAL)

Anita Waldman
Please Print Name: ANITA WALDMAN
Notary Public, State of New York
No. 01WA4826987
Serial No. (if any):
Qualified in Kings County
Commission Expires Feb. 28, 2006

REGISTERED AGENT RESIGNATION

I, the undersigned, do hereby resign as Registered Agent of METROPOL SECURITY, INC.

Ilene P. Carte
ILENE P. CARTE

STATE OF N.Y.
COUNTY OF Orange

The foregoing Articles of Amendment were acknowledged before me this 30 day of June, 2004, by ILENE P. CARTE, President, Director and Shareholder of METROPOL SECURITY, INC., a Florida corporation, who (is personally known to me/has produced Ilene P. Carte as identification) and who (did/did not) take an oath.

(SEAL)

Anita Waldman
Please Print Name: ANITA WALDMAN
Notary Public, State of New York
No. 01WA4826987
Serial No. (if any):
Qualified in Kings County
Commission Expires Feb. 28, 2006

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TALLAHASSEE, FLORIDA

REGISTERED AGENT ACCEPTANCE

I, the undersigned, do hereby accept the capacity as Registered Agent of METROPOL SECURITY, INC.

B.A. Diamond
BARRY A. DIAMOND, ESQUIRE

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing Articles of Amendment were acknowledged before me this 27th day of July, 2004, by BARRY A. DIAMOND, ESQUIRE, who (is personally known to me/has produced _____ as identification) and who (did/did not) take an oath.

(SEAL)

Betty L. Sherman
Please Print Name: BETTY L. SHERMAN
Notary Public, State of Florida at Large
Serial No. (if any): _____

Betty L. Sherman
COMMISSION # DD099508 EXPIRES
March 12, 2006
BONDED THRU TROY FAIR INSURANCE, INC.