

TFC B000000112801

(305) 751-8934

November 30, 2000

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

900003484639--5
-12/04/00--01086--004
*****70.00 *****70.00

Re: Articles of Incorporation
To Be Filed.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation, and Certificates Designating Places of Business, and a money order for filing fees for the following:

No	Company Name	CK /MO#	Amount
1.	DIAMOND SECURITY AGENCY & MULTI..., INC.	06-197541604	\$70.00
	TOTAL		\$70.00

Please file both the Articles and certificates for the Designation for the corporation and return a filed copy of each document to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

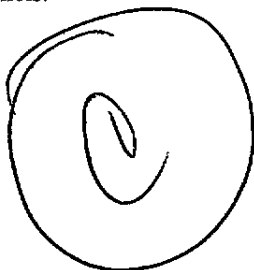
Thank you for your attention to this matter.

Sincerely,

TOOLS FOR CHANGE

Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -4 PM 3:16

12/2/00

EFFECTIVE DATE

01/01/01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 DEC -4 PM 3:16

ARTICLES OF INCORPORATION

OF

DIAMOND SECURITY AGENCY & MULTI SERVICES, INC.

The undersigned, acting as incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is DIAMOND SECURITY AGENCY & MULTI SERVICES, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 14032 West Dixie Highway, North Miami Beach, Florida 33161.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 14032 West Dixie Highway, North Miami, FL 33161; and the registered agent at that office is Yvon Desir.
Beach

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

Yvon Desir
645 Ives Dairy Road #214
Miami, Florida 33179

Marie Modl
P.O. Box 681597
Miami, Florida 33168

Frantz Desir
14895 NE 18th Avenue #2G
N. Miami Beach, Florida 33181

ARTICLE IX: OFFICERS

The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	NAME	ADDRESS
PRESIDENT	Yvon Desir	645 Ives Dairy Rd, #214, Miami, FL 33179
VICE PRESIDENT	Marie Modl	P.O. Box 681597, Miami, FL 33168
SECRETARY	Frantz Desir	14895 N.E. 18 th Avenue, #2G, N. Miami Beach, FL 33181
TREASURER	Yvon Desir	645 Ives Dairy Rd, #214, Miami, FL 33179

ARTICLE X: INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

ARTICLE XI: AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a majority vote.

ARTICLE XII: EFFECTIVE DATE

The Corporation shall be effective January 1, 2001.

ARTICLE XIII: INCORPORATOR

IN WITNESS WHEREOF, I, Yvon Desir, the undersigned incorporator, have signed these Articles of Incorporation on this 30 day of NOVEMBER, 2000, and acknowledged the same to be my act.


Yvon Desir

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


Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That DIAMOND SECURITY AGENCY & MULTI SERVICES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of North Miami Beach, County of Miami-Dade, State of Florida, has named Yvon Desir, at 14032 West Dixie Highway, in the City of North Miami Beach, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: 
Yvon Desir

DATE: 11-30-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -4, PM 3:16