

PO1000004824
JOHN A. PANYKO, P.A.
BOARD CERTIFIED TAX ATTORNEY

PHONE (850) 438-7272

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EFFECTIVE DATE
1-8-01

FILED
01 JAN 10 AM 11:10
TALLAHASSEE, FLORIDA

January 8, 2001

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: SmartCOP Installation & Training, Inc.
Our File No. S5-01381

500003531795- - 2
-01/10/01--01083--005
*****78.75 *****78.75

Ladies and Gentlemen:

Enclosed please find executed original and one copy of Articles of Incorporation to be filed on behalf of SmartCOP Installation & Training, Inc.

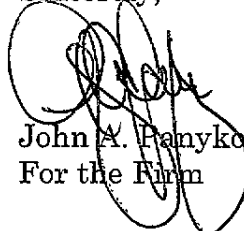
Also enclosed please find our check in the amount of \$78.75 in payment of the following fees:

Designation of Registered Agent	\$ 35.00
Filing Fee	\$ 35.00
Certified Copy	\$ 8.75
TOTAL	\$ 78.75

Please file the Articles of Incorporation and return to the undersigned a certified copy of same.

Thank you for your assistance in this matter.

Sincerely,


John A. Panyko
For the Firm

JAP\cmw

Enclosures (3)

D. BROWN JAN 1 2 2001

EFFECTIVE DATE

1-8-01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SmartCOP Installation & Training, Inc.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is SmartCOP Installation & Training, Inc., and its principal office is located at 25 West Cedar Street, Suite 313, Pensacola, Florida 32501, its mailing address is the same.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of subscription of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000,000 shares of no par value common stock, all of one class and series.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 200 South Tarragona Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is JOHN A. PANYKO.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator is JOHN A. PANYKO, 200 South Tarragona Street, Pensacola, Florida 32501.

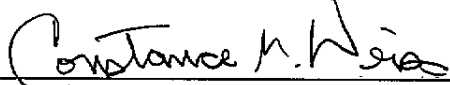
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of January, 2001.

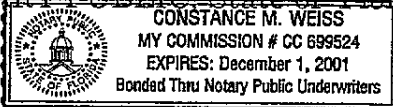


JOHN A. PANYKO, Incorporator

STATE OF FLORIDA)
)
COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 8th day of January, 2001, by JOHN A. PANYKO, who personally appeared before me and who is personally known to me.



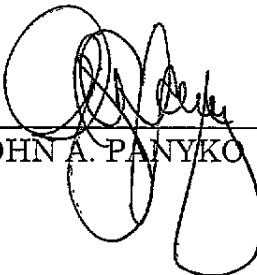
NOTARY PUBLIC, State of Florida


FILED
01 JAN 10 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, JOHN A. PANYKO, am familiar with and hereby accept the appointment as Registered Agent for SmartCOP Installation & Training, Inc., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 8TH day of January, 2001.



JOHN A. PANYKO