

P01000008144

~~SECURITY SYSTEMS OF AMERICA CORP.~~

Boca Raton, Florida, November 8, 2000

Department of State
Division Of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800003562798--5
-01/22/01--01102--006
*****87.50 *****87.50

Dear Sirs:

Enclosed please find an original and one (1) copy of the articles of incorporation of:

SECURITY SYSTEMS OF AMERICA CORP

Also, we are sending a check in the amount of \$ 87.50:

| | |
|------------------------------|---------|
| Filing Fees | 35.00 |
| Registered Agent Designation | 35.00 |
| Certified Copy | 8.75 |
| Certificate of Status | 8.75 |
| TOTAL | \$87.50 |

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

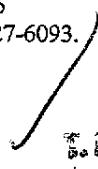
FILED

Thank you for your attention at this matter.


Mauricio Rubio
Registered Agent

Postal Office Box 276093, Boca Raton, FL 33427-6093.

5513 North Military Trail, Suite 711, Boca Raton, FL 33496
Mailing Address: Postal Office Box 276093, Boca Raton, FL 33427-6093.


S. Burch JAN 23 2001

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation

ARTICLE I NAME OF THE CORPORATION

The name of the corporation shall be:

SECURITY SYSTEMS OF AMERICA CORPORATION

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ARTICLE II PRINCIPAL OFFICE

The principal office of the corporation in the State of Florida shall be located at 5513 N. Military Trail, Suite 711, Boca Raton, FL 33496, County of the Palm Beach, and Mailing Address: Postal Office Box 276093, Boca Raton, FL 33427-6093. The corporation may have other offices, either within the State of Florida, or any other state or country as the Board of Directors may designate or as the business of the Corporation may require from time to time.

ARTICLE III CAPITAL AND SHARES OF STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: ONE THOUSAND (1,000) SHARES OF THE ONE DOLLAR (\$1.00) PAR VALUE COMMON STOCK.

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**MAURICIO RUBIO
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496**

ARTICLE V FISCAL YEAR:

The fiscal year of the Corporation shall begin on the first day of January and end on the 31st day of December of each year.

ARTICLE VI PURPOSES OF THE CORPORATION

To engage in following activities:

a) SYSTEMS AND ELECTRONIC DIVISION. -

Research, development, manufacture and programming Electronic Systems devices for Securities and Vigilant Services.

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

b) COMERCIAL DIVISION. -

This corporation is organized to engage for the general purpose of transacting and not limitations, and nothing therein shall be deemed as prohibiting the Corporation from extending the activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives.

ARTICLE VII DURATION OF THE CORPORATION

This Corporation is to exist perpetually.

ARTICLE VIII GENERAL POWERS, OFFICERS AND DIRECTORS:

a). - GENERAL POWERS.

Its Board of Directors elected by the Shareholders shall manage the business and affairs of the corporation.

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

b). - DIRECTORS:

The Directors of the Corporation shall be:

Edgar Rubio

Lucero Rubio

Gustavo E. Escobar

Rosamaria Serrano

Shareholders of the Corporation shall elect each of whom.

C). - OFFICERS:

The officers of the Corporation shall be a President, a Vice-president, a Secretary, a Treasury and a General Manager, each of whom shall be elected by the board of directors of the Corporation.

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

The names and addresses of the initial Officers and Directors, who shall hold office the first year of the Corporation's existence or until their successors are elected, are:

PRESIDENT / GENERAL MANAGER / DIRECTOR:

Edgar Rubio
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496

VICE-PRESIDENT / DIRECTOR:

Lucero Rubio
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496

SECRETARY / DIRECTOR:

Rosamaria Serrano
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

TREASURY / DIRECTOR:

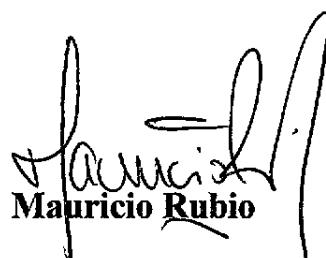
Gustavo E. Escobar
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496

ARTICLE IX NAME AND ADDRESS OF INCORPORATOR

The name and address of signing this articles incorporator is:

Mauricio Rubio
Registered Agent
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this November 8, 2000.


Mauricio Rubio
Registered Agent

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE.**

Pursuant to the provisions of Section 607.0501, Florida Statutes, The Undersigned Corporation, organized under the law of the State of Florida, submits the following statement in designating the registered Office/registered agent, in the State of Florida.

1. The name of the Corporation is:

SECURITY SYSTEMS OF AMERICA CORPORATION.

2. The name and address of the registered Agent and Office is:

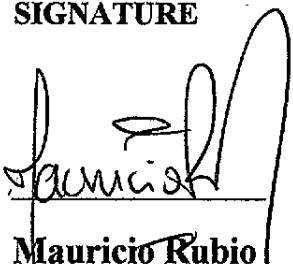
**Mauricio Rubio
5513 N. Military Trail, Suite 711
Boca Raton, FL 33496**

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TALLAHASSEE, FLORIDA

SIGNATURE



Mauricio Rubio

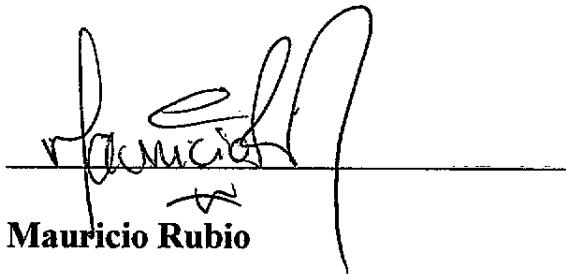
**TITLE: Registered Agent
DATE: November 8, 2000**

**ARTICLES OF INCORPORATION
Of
SECURITY SYSTEMS OF AMERICA CORPORATION.**

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE. (Cont.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designate in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of section 607.325 Florida statutes.

SIGNATURE,



Mauricio Rubio

Registered Agent
Date: November 8, 2000

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TALLAHASSEE, FLORIDA