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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

MX ALARMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight MAR 01 2001

ARTICLES OF INCORPORATION OF

MX ALARMS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under The Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MX ALARMS, INC.

The principle place of business of this corporation shall be:

777 International Mall
145 E. Flagler Street #B-02
Miami, FL 33131

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
Five Hundred Shares

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS, DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

ERIC JAACOV BOUSKILA
4578 YONGE STREET #201 MAIN FLOOR
M2N 5L7
TORONTO, ONTARIO CANADA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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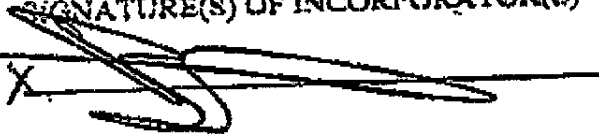
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is (are):

ERIC JAACOV BOUSKILA
4578 YONGE STREET #201 MAIN FLOOR
M2N 5L7
TORONTO, ONTARIO
CANADA

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this, 28TH day of FEBRUARY 2001.

SIGNATURE(S) OF INCORPORATOR(S)

A handwritten signature in dark ink, appearing to be 'ERIC JAACOV BOUSKILA', is written over a horizontal line. The signature is stylized and somewhat cursive.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws 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:

MX ALARMS, INC.

2. The name and address of the registered agent and office is:

**ERIC JAACOV BOUSKILA
145 E. FLAGLER STREET #B-02
777 INTERNATIONAL MALL
MIAMI, FL 33131**

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TALLAHASSEE, FLORIDA

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SIGNATURE X 

TITLE X PRESIDENT 28/2001

DATE X FEB 28/2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE X 

DATE X FEB 28 2001