

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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PO1000097218

The Academy For Homeland
Security, Inc.

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X

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

X

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
01 OCT -5 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 OCT -5 AM 10:22
DIVISION OF CORPORATION

Signature

Requested by:

KC 10-5

Name

Date

Time

Walk-In

Will Pick Up

**ARTICLES OF INCORPORATION
OF
THE ACADEMY
FOR HOMELAND SECURITY, INC.**

FILED
01 OCT -5 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby forms a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I - NAME

The name of the Corporation is THE ACADEMY FOR HOMELAND SECURITY, INC.

ARTICLE II - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 9 E. Tarpon Avenue, Tarpon Springs, Florida 34689 and the mailing address is the same.

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Gerald A. Tavares
9 East Tarpon Ave.
Tarpon Springs, Fl. 34689

ARTICLE V - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is 25 million shares of common stock.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VI - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business or affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE VII - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VIII - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this Corporation is located at 9 E. Tarpon Avenue, Tarpon Springs, Florida 34689. The name and address of the registered agent of this Corporation is Gerald A. Tavares, 9 E. Tarpon Avenue, Tarpon Springs, Florida 34689.

ARTICLE IX - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time such action shall be necessary to

take any action for the making, alteration, amendment or repeal of the bylaws. Regulations for the conduct of the business of this Corporation other than set forth herein or as prescribed by the laws of the State of Florida, shall be embodied in the Bylaws of the Corporation.

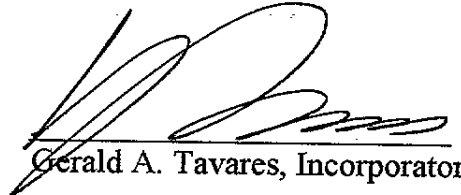
ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. If all the officers or directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent filed with the Secretary of the Corporation, the actions shall be valid as though same had been authorized at a meeting of the Board of Directors.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

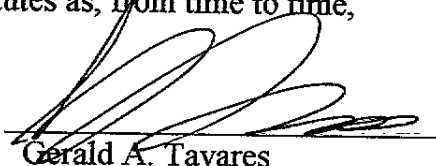
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 4th day of October, 2001.


Gerald A. Tavares, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all the statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes as, from time to time, amended.

FILED
01 OCT -5 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Gerald A. Tavares