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LAW OFFICE

JAMES D. JACKMAN, P.A.

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BRADENTON, FLORIDA 34209
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JAMES D. JACKMAN

FILED
01 NOV 16 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 2, 2001

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*****70.00 *****70.00

Secretary of State
Attn: Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Safenet South, Inc.

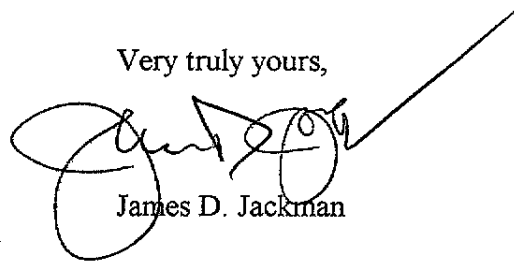
EFFECTIVE DATE
11-12-01

Dear Ladies and Gentlemen:

Enclosed for the above-referenced new corporation are Articles of Incorporation and Acceptance of Registered Agent. Also enclosed is my check in the amount of \$70.00 representing your fees for setting up this profit corporation.

Thank you for your assistance with this matter. Should you have questions or concerns, do not hesitate to call or write.

Very truly yours,



James D. Jackman

JDJ/jml
enclosure

11-20-01
KUC

ARTICLES OF INCORPORATION
OF

SAFENET SOUTH, INC.

FILED
01 NOV 16 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is Safenet South, Inc.

ARTICLE II

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles, if filed with the Secretary of State of Florida within 5 business days of execution and if not, upon filing with the Secretary of State of Florida..

ARTICLE III

EFFECTIVE DATE
11-12-01

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

The street address of the principal office of the Corporation is 5008 Manatee Ave W., Suite 1A, Bradenton, FL 34209.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is 100, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is 5008 Manatee Ave. W, Suite 1A, Bradenton, FL 34209. The initial registered agent for the Corporation at that address is James D. Jackman, P.A..

ARTICLE VII

The initial board of directors shall consist of 1 member. This number may be increased or

decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

Name	Address
<u>Roger Gochneaur, President/Secretary/ Treasurer</u>	<u>5008 Manatee Ave. W., Suite 1A Bradenton, FL 34209</u>

ARTICLE VIII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
James D. Jackman, P.A.	5008 Manatee Ave. W., Suite 1A Bradenton, FL 34209

ARTICLE VIII

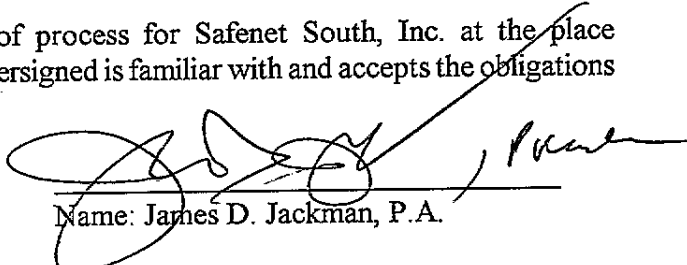
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on November 12, 2001


Name: James D. Jackman, P.A.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Safenet South, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: James D. Jackman, P.A.

Date: November 12, 2001.