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**Stuart M. Rotman, C.P.A., P.A.**

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December 20, 2001

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

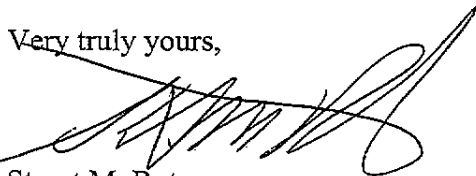
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**Re: Information Security and Audit Services, Inc.  
Articles of Incorporation**

Dear Division of Corporations:

Please process these Articles of Incorporation with an effective date of January 1, 2002. Thank you for your cooperation. Please contact our office if you have any questions regarding this matter.

Very truly yours,



Stuart M. Rotman  
Certified Public Accountant

SMR/tkh

EFFECTIVE DATE  
1-1-02

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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ARTICLES OF INCORPORATION  
OF  
INFORMATION SECURITY AND AUDIT SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida. It is the intent that the corporation will exist forever. EFFECTIVE DATE JANUARY 1, 2002.

ARTICLE I - NAME

The name of this corporation is Information Security and Audit Services, Inc. and the mailing and principal address is 4811 NW 55<sup>th</sup> Drive, Coconut Creek, Florida 33073.

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ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock, having a nominal or par value of \$1.00.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$ 500.00.

#### ARTICLE V - PRE-EMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase his pro-rata share of an unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of this corporation is 4811 NW 55<sup>th</sup> Drive, Coconut Creek, Florida 33073. The initial Registered Agent of this corporation at that address is Eduardo Bonefont.

#### ARTICLE VII - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one.

#### ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Name	Address	Office
Eduardo Bonefont	4811 NW 55 <sup>th</sup> Drive Coconut Creek, FL 33073	Pres/Sec/Treas

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Eduardo Bonefont, 4811 NW 55<sup>th</sup> Drive, Coconut Creek, Florida 33073.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and Stockholders sign a written statement manifesting the intention that a certain amendment of these Articles of Incorporation be made.

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 5 day of December, 2001.

  
Eduardo Bonefont

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.

  
Eduardo Bonefont

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TALLAHASSEE, FLORIDA