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Division of Corporations

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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 641-4192

FLORIDA PROFIT CORPORATION OR P.A.

CAPSUM SECURITY SYSTEMS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	034
Estimated Charge	\$78.75

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B. McKnight JAN 10 2002

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**ARTICLES OF INCORPORATION
OF
CAPSUM SECURITY SYSTEMS, INC.**

ARTICLE I - NAME

The name of the corporation shall be: Capsum Security Systems, Inc. whose principal office is located at 11500 El Clair Ranch Road, Boynton Beach, FL 33437.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: David Wilson, 11500 El Clair Ranch Road, Boynton Beach, FL 33437.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the by-laws; however, there shall

Prepared by & return to:
Albert N. Proujansky
11500 El Clair Ranch Road
Boynton Beach, FL 33437
(561) 737-5805

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never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation are:

David Wilson
314 Springdale Circle
Palm Springs, FL 33461

John Keller
2841 Windswept Drive, #208
Lantana, FL 33462

Marlin Bensinger
71245 Oulu Rock Road
Brole, WI 54820-9641

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is: Albert N. Proujansky, 11500 El Clair Ranch Road, Boynton Beach, FL 33437.

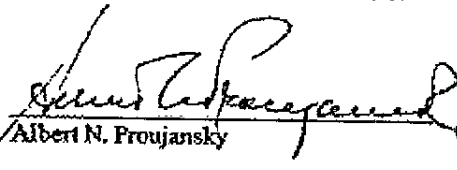
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to the reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of January, 2002.

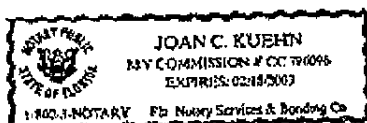

Albert N. Proujansky

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Albert N. Proujansky, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 8th day of January, 2002.


Notary Public, State of Florida at Large



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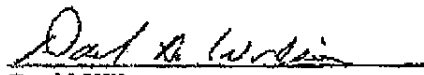
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, 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 is: CAPSUM SECURITY SYSTEMS, INC.
2. The name and address of the registered agent and office is:

David Wilson
11500 El Clair Ranch Road
Boynton Beach, FL 33437

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


David Wilson

January 8, 2002
c:\wp61\Art. of Inc. Le Rivage Realty

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