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LAW OFFICES OF  
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 FEB 27 PM 4:13

**VIA FEDERAL EXPRESS**

February 26, 2002

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32301

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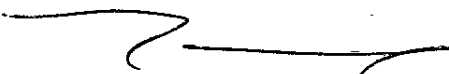
Re: Healthcare Security Systems, Inc.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Incorporation for the above styled corporation which needs to be filed with your office, as well as our check in the amount of Seventy (\$70.00) Dollars for costs incurred in same. After the Articles of Incorporation have been filed, please return the stamped copy, with the confirmation letter of filing the above referenced Corporation, in the self-addressed stamped envelope enclosed for your convenience.

Do not hesitate to contact our office if you have any questions or require further information.

Sincerely yours,

  
Thomas O. Michaels, Esq.

Enclosures: as indicated.  
TOM/tab

3-4-02  
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**ARTICLES OF INCORPORATION  
OF  
HEALTHCARE SECURITY SYSTEMS, INC.**

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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of the corporation is: HEALTHCARE SECURITY SYSTEMS, INC.

**ARTICLE II  
DURATION**

The term of the existence of the corporation is perpetual, and shall commence on the date of filing of these Articles.

**ARTICLE III  
PURPOSE**

The purpose of which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares that the corporation has authority to issue is 10,000 all of which shall be common shares with a par value of \$1.00 per share.

**ARTICLE V  
PRINCIPAL OFFICE AND  
REGISTERED OFFICE**

The initial principal office of the corporation is 36401 US Highway 19 N., Palm Harbor, Florida 34684 and the initial mailing address of the corporation is 36401 US Highway 19 N., Palm Harbor, Florida 34684.

The street address of the initial registered office of the corporation is 1370 Pinehurst Road, Dunedin, Florida 34698 and the name of the initial registered agent at that address is Thomas O. Michaels, Esq.

Prepared By:  
Thomas O. Michaels, Esq.  
1370 Pinehurst Road  
Dunedin, Florida 34698  
(727) 733-8030  
FL Bar No. 270830

ARTICLE VI  
DIRECTORS/OFFICERS

The board of directors of the corporation shall consist of at least one (1) member, but no more than three (3) members and as established by the By Laws of this corporation.

The initial board of directors of the corporation shall consist of two members. The name and address of the first board of director(s) are:

Norman R. Fierbaugh, 36401 US Highway 19 N., Palm Harbor, Florida 34684.

Donald Knowles, 36401 US Highway 19 N., Palm Harbor, Florida 34684.

This corporation shall minimally have the officers of President, Secretary, Treasurer, and such other officers as may be established by the By Laws of this corporation

The name and address of the initial officers of this Corporation are:

Norman R. Fierbaugh, President, Secretary, 36401 US Highway 19 N., Palm Harbor, Florida 34684.

Donald Knowles, Vice-President, Treasurer, 36401 US Highway 19 N., Palm Harbor, Florida 34684.

ARTICLE VII  
INDEMNIFICATION

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

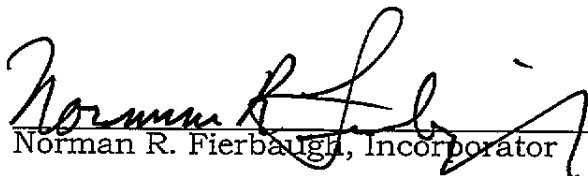
ARTICLE VIII  
INCORPORATOR

The name and address of the incorporator is: Norman R. Fierbaugh, 36401 US Highway 19 N., Palm Harbor, Florida 34684.

ARTICLE IX  
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

Dated this 25<sup>th</sup> day of February, 2002.

  
Norman R. Fierbaugh, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 25 day of February, 2002, by Norman R. Fierbaugh, who ~~has produced~~ is personally known to me identification and who did take an oath, and acknowledged to and before me that he has executed the foregoing instrument for the purposes therein expressed.

NOTARY PUBLIC:

Sign:

Teresa A. Barnett

Print:

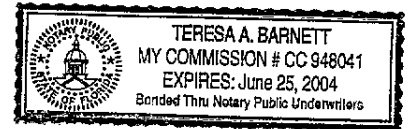
Teresa A. Barnett

Notary Public

State of Florida

My Commission Expires:

(Seal, if applicable)



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Thomas O. Michaels, Esq.

Thomas O. Michaels, Esq.,  
Registered Agent