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LAZARUS CORPORATION

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**H020000046708**

**Florida Department of State**

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**

~~SECURITY FORCE OF FLORIDA, INC.~~

**H & I SECURITY & PROTECTION SVC., INC**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 25, 2002

LAZARUS

SUBJECT: H & I SECURITY & PROTECTION SVC., INC.  
REF: W02000011705

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FAX Aud. #: H02000099729  
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**ARTICLES OF INCORPORATION  
OF  
H & I SECURITY & PROTECTION SVC., INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation organized under the law of the state of Florida, all rights, duties and obligations of the undersigned as incorporator, and those of the incorporation, are to be determine in accordance with the laws of the Florida.

**ARTICLE I**

The name of the corporation shall be:  
**H & I SECURITY & PROTECTION SVC., INC.**

The principle address and mailing address of the corporation shall be:

**14830 NARANJA LAKES BLVD. STE. P-2  
HOMESTEAD, FL. 33032**

**ARTICLE II**

This corporation shall be commence existing upon the file of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

**ARTICLE III**

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural person might do, wit:

- 1) Transact any and all lawful business
- 2) Said corporation shall further have powers:
  - a) To have perpetual succession by its corporate name;
  - b) To sue and be sued, complain, and defend in its corporate Name in all actions or proceedings;
  - c) To have a corporation seal, which may be altered at pleasure and to use the same by causing it, or facsimile thereof, to be impressed, affixed, or any other manner reproduce ;
  - d) To purchase, take, receive, or otherwise acquire, own hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated:

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- e) To sell, convey, mortgage, pledge, create a security interest in, lease exchange, transfer and otherwise dispose of all or any part of its property and assets;
- f) To lend money to and use its credit to assist, its officers and employees in accordance with Florida statutes 607.141;
- g) To purchase, take, receive, subscribe for otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest or obligation of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government, State, governmental district, or municipality, or of Any instrumentality thereof;
- h) To make contracts and guarantees and incur liabilities, borrow Money at such rate of interest as the corporation may determine, issue its notes, bond, and other obligations by mortgage or pledge of all or any of its property, franchise and income;
- i) To lend for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security of the payments of funds so loaned or invested;
- j) To conduct its business, carry on its operations, and have offices and exercise powers granted by this act within or without the state;
- k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensations;
- l) To make and alter by laws, not inconsistent with the articles of incorporation or with the laws of this state, for the administration;
- m) To make donations for the public welfare or for charitable, scientific or educational purposes;
- n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;
- o) To pay pensions and establish pension plans, profit sharing plans, stock option plans, and other incentive plans for any or all of its directors, officers and employees of its subsidiaries;

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- p) To be promoter, incorporator, partner member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise: invested;
- q) To have and exercise all powers necessary or convenient to affect its purpose;
- r) To indemnify any person who by reason of the fact that he is or was director, officer, employee or agent of the corporation to the full extent as permitted by Florida statutes 607.014

#### ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual value of \$1.00.

Unless otherwise state in these articles, or in an amendment to these articles, there shall be one (1) class of stock of this corporation.

#### ARTICLES V

The street address of the initial registered office and the name of the Initial Resident Agent of this corporation shall be:

**HUMBERTO L. ILLA  
14830 NARANJA LAKES BLVD. STE. P-2  
HOMESTEAD, FL. 33032**

#### ARTICLE VI

The Initial Board of Directors shall consist of One person, and the name and address of the person is to serve as an initial director is:

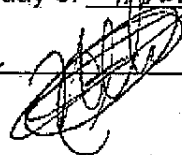
**Humberto L. Illa  
14830 Naranja Lake Blvd. Ste. P-2  
Homestead, Fl. 33032**

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The name and address of the incorporator executing these articles of incorporation is:

Humberto L. Illas President  
14830 Naranja Lakes Blvd. Ste. P-2  
Homestead, Fl. 33032

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation this April 24 day of April 2002



STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

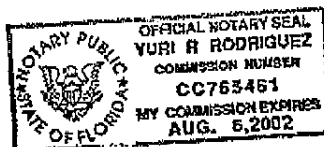
BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared \_\_\_\_\_ known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of April 2002



Notary Public

My Commission Expires:



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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts designation as Registered Agent for H & I Security & Protection svc., Inc. and hereby agrees to comply with the law governing said position and office. Acknowledgment of is hereby made that the Registered Agent's name is as follow:

**HUMBERTO L. ILLA**  
**14830 Naranja Lake Blvd.**  
**Homestead, Fl. 33032**

**IN WITNESS OF,** The undersigned Registered Agent has executed this acceptance of Registered Agent this \_\_\_\_\_ day of \_\_\_\_\_

  
\_\_\_\_\_  
Humberto L. Illa  
Registered Agent

STATE OF FLORIDA

COUNTY MIAMI-DADE

Sworn to and Subscribe before

Me this \_\_\_\_\_ day of \_\_\_\_\_

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**TALLAHASSEE, FLORIDA**

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