

Jul 10 02 04:51p

Division of Corporations

P.1

Page 1 of 2

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Florida Department of State
Division of Corporations
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Jul 10 02 04:51p

P.2

Department of State 7/10/2002 4:28 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 10, 2002

EXPRESS CORPORATE FILING

SUBJECT: BUREAU INTELLIGENCE INVESTIGATOR AND SECURITY PREVENTIVE, INC.
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ARTICLES OF INCORPORATION

OF

BUREAU INTELLIGENCE INVESTIGATOR AND SECURITY PREVENTIVE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as subscriber(s) of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such Corporation.

Article I

The name of the Corporation shall be: **BUREAU INTELLIGENCE INVESTIGATOR AND SECURITY PREVENTIVE, INC.**

Article II

NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Article III

TERMS OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

Date of Incorporation : JULY 9, 2002.

Article IV

MINIMUM CAPITAL

The capital with which the corporation shall begin business is not less than \$500.00 (Five hundred dollars) or such greater amount as may be required by law.

Article V

NUMBER OF DIRECTORS

The stockholders of the Corporation may, from time to time and at time increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times a minimum of one Director.

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ARTICLE VI CLASSES OF DIRECTORS

The By-Laws of this Corporation may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than (3) years, and provided further that at least one (1/4) in number of the Directors shall be elected annually.

Article VII AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

Article VIII CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

- A - Designation: The stock of this Corporation shall be known as Common Stock.
 - B - Authorized: The maximum number of share of Common Stock that this Corporation may issue is: 100
 - C - Par value: Each share of common stock shall have the par value of : \$ 5.00
 - D - Consideration: Shares of common stock may be issued in exchange for Cash: Real Property. Labor or Service Rendered, or any combination for the foregoing. In the absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be exclusive.
 - E - Non-assess ability: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
 - F - Voting Rights: Each share of Common Stock entitle the record holder thereof to one upon each proposal presented at meetings of the stockholder of the Corporation.
 - G - Cumulative Voting: No holder of Common Stock shall be entitle to any right of cumulative voting.
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H - Dividend: Record holders of Common Stock are entitled to receive their pro-rata share of share of any dividends that may be declared by the Board of Directors out assets legally available for such purpose.

I - Liquidation Rights: Holders of Common Stock are entitled, in the event of the liquidation of dissolution of this Corporation remaining after payment of all Corporate debts and obligations.

Article IX SPECIAL VOTING PROVISIONS

The occurrences enumerated in the Article shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders of the required percentage of this Corporation's stock entitled to vote at the time of the proposal of any such occurrence, the required percentage shall be as follows:

1.- Amendment of this Certificate of Incorporation:

Required Percentage: 51%

2.- Sale, lease or exchange all this Corporation's property or assets of this Corporation essential to the business of this Corporation:

Required Percentage: 51%

3.- Merger or consolidation, of this Corporation into or with any other corporation:

Required Percentage: 51%

4.- Voluntary dissolution this Corporation:

Required Percentage: 51%

PRE-EMPTIVE RIGHTS

No holder of stock of any class of this Corporation shall be entitled as of right to purchase or subscribe for any part of the unissued stock of the Corporation of any class, or of any additional stock of any class to be issued by reason of any increase of the authorized capital stock of the Corporation, or bonds certificates of indebtedness, debentures other securities convertible into, or carrying the right purchase, stock of the Corporation; but any such unissued stock of any class, or such additional authorized issued of new stock or of securities convertible into, or carrying the right to purchase stock, may be issued, and disposed of the board of directors to such persons, firms, corporations, or associations and upon such terms as the Board of Directors may in their absolute discretion determine, without offering the stockholders then of record, of any class, any thereof, on the same terms or on any terms, all pre-emptive or preferential right of purchase of every kind being waived each and every stockholder.

(11 H02000164052))

**ARTICLE X
STOCKHOLDERS AND DIRECTORS**

The name and post office addresses of the members of the first Board of Directors and slate of Corporate officers is as follows:

NAME	ADDRESS	OFFICER
PEDRO RODRIGUEZ MEDINA	5301 NW 189 th Street, Miami, Fl 33055-5315.	P/S
FELIX FIGUEREDO	5301 NW 189 th Street, Miami, Fl 33055-5315	VP/T

Article XI

The name and number of shares of stock of the persons subscribed to these Articles of Incorporation are:

NAME	NUMBER OF SHARES
PEDRO RODRIGUEZ MEDINA	75
FELIX FIGUEREDO	25

**Article XII
REGISTERED AGENT**

The registered agent and the registered office of this Corporation shall be:
PEDRO RODRIGUEZ MEDINA 5301 NW 189th Street, Miami, Fl 33055-5315.

INDEMNIFICATION

This Corporation shall indemnify any and all its Directors, Officers, Employees or agents, or former Directors, Officers, employees or agents, or any person who may have served at its request as Director, Officer, employee or agent or any Corporation, partnership, joint venture, trust or other enterprise in which it owns shares of Capital Stock, or of which it is a creditor, against the expenses, including the cost of any judgement, fines, settlements and counsel fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative (and any appeals thereof) to which to any such person or his legal representative may be made a party, or may be threatened to made party, by reason of his alleged acts or omission while being or having been such Director, Officer, employee or agent, provided, it shall not be determined by a final determination thereof of the merits that such Director, Officer, employee or agent was in any substantial way derelict in the performance of duties, or provided, that such action, suit or proceeding shall be settled without a final determination on the merit and it shall be determined that such Director, Officer, employee or agent had not in any substantial way been derelict in the performance of his duties as changed therein, such determination to be a majority of the members of the Board of Directors of this Corporation who were not parties to such, action suit or proceeding,

Jul 10 02 04:52p

P. 7

(((H02000164052)))

though less than a quorum, or by any one or more distrusted person to whom the question may be referred by the Board of Directors. The foregoing right or indemnification shall not be exclusive of any rights to which any Directors, Officers, employee or agent may be entitled as matter of law or which may be lawfully granted to him.

Article XIII

SUBSCRIBER INITIAL DIRECTOR AND INITIAL PRINCIPAL OFFICE

The undersigned individual, a United States resident, competent to contract, executes this Certificate of Incorporation as its sole subscriber and Director. The undersigned individual shall hold office as Director until his successors have qualified, hold following their election or appointment. The street address in Florida of the Principal office of this Corporation. The Corporation may change its principal office at any time.

Subscriber/ Director: PEDRO RODRIGUEZ

Street Address/ Principal Office: 5301 NW 189th Street, Miami, Fl 33055-5315.

In witness thereof, the undersigned subscriber does make, subscriber, acknowledge and file this certificate for the purpose of forming a Corportion for profit under the laws of the State of Florida.

DATED: JULY 9 , 2002



PEDRO RODRIGUEZ MEDINA
5301 NW 189th STREET
MIAMI, FLORIDA 33055-5315
PRESIDENT/DIRECTOR

Seal
Subscribed

JUL 10 02 04:53p

P. 8

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

IN PURSUANCE OF CHAPTER 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST -- That **BUREAU INTELLIGENCE INVESTIGATOR AND SECURITY PREVENTIVE, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, State of Florida, names **PEDRO RODRIGUEZ MEDINA**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having being named to accept service of process for the above said corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


PEDRO RODRIGUEZ MEDINA
July 9, 2002

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TALLAHASSEE, FLORIDA