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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 8, 2002

VIA OVERNIGHT MAIL

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-08/09/02--01036--001
*****78.75 *****78.75

RE: System Integration Solutions, Inc. a new Florida corporation
OUR FILE NO.: CP02-176

Gentlemen:

Enclosed herein please find certificate of incorporation for System Integration Solutions, Inc., together with our trust account check in the amount of \$78.75 to cover the filing fee. Please furnish the undersigned with a certified copy of same. I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your assistance.

Very truly yours,

JOHN J. MURPHY III, P.A.

John J. Murphy, Esq.
JJM/ams
Enclosures

VI 8-13-02

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**ARTICLES OF INCORPORATION
OF
SYSTEM INTEGRATION SOLUTIONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is System Integration Solutions, Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 480 N.W. 66th Ave., Plantation, FL 33317.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To design, manufacture, buy and sell, and generally deal in automatic electric alarms for use in banks, stores, buildings, offices, houses, churches, and other places for protection against burglary and any other intrusion and to install, repair, inspect, and overhaul burglar alarms and other alarms of all kinds, makes, and description. To design, manufacture, buy and sell watchmen's clocks and watches of all kinds..
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the proceeding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE
CAPITALIZATION

The aggregate number of shares, which the corporation is authorized to issue, is one hundred. Such shares shall be of a single class, and shall have no par value.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 480 N.W. 66th Ave., Plantation, FL 33317, and the name of its initial registered agent at such address is Jason Johnson.

ARTICLE SEVEN
DIRECTORS

The number of directors constituting the corporation's initial board of directors is two. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
Jason Johnson	480 N.W. 66 th Ave.
President	Plantation, FL 33317

ARTICLE EIGHT
INCORPORATORS

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Jason Johnson	480 N.W. 66 th Ave.
	Plantation, FL 33317

ARTICLE NINE

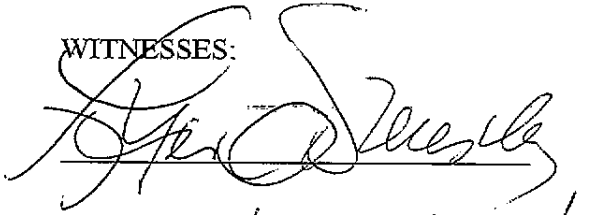
NAMES AND ADDRESSES OF SUBSCRIBERS

The name and post office address of each subscriber and the number of shares of stock which each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Jason Johnson	480 N.W. 66 th Ave. Plantation, FL 33317	50
Arthur Spiller	141 Joralemon Street Brooklyn, NY 11201	50

Executed by the undersigned on the 8th day of August, 2002.

WITNESSES:



Printed Name

Lynn Murphy

Victoria Morales

Printed Name

VICTORIA MORALES

State of Florida

County of

I hereby certify that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared before me Jason Johnson who is personally known to me or produced _____ as identification.

John J. Murphy
MY COMMISSION # CC745206 EXPIRES
September 24, 2002
BONDED THIRD PARTY FARM LMS: 06/02




Notary Public

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

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, 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 System Integration Solutions, Inc.
2. The name and address of the registered agent and office is Jason Johnson, 480 N.W.
66th Ave., Plantation, FL 33317.

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 as registered agent.


Jason Johnson, Registered Agent