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Examiner's Initials N 1019



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 3, 2002

MARK POLLACK POLLACK & ROSEN PA 800 S. DOUGLAS ROAD SUITE 450 CORAL GABLES, FL 33134-3189

SUBJECT: SECURCOR CORP. Ref. Number: W02000028620

We have received your document for SECURCOR CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan Document Specialist New Filing Section

Letter Number: 402A00055645

ARTICLES OF INCORPORATION

FOR

FILED

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GUARDSOURCE CORP.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I.

The name of the corporation is "GUARDSOURCE CORP.".

ARTICLE II.

The duration of the corporation shall be perpetual. The date and time of the commencement of the corporate existence of the corporation shall be upon the execution of these Articles of Incorporation.

ARTICLE III.

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the state of Florida.

ARTICLE IV.

The corporation shall have the authority to issue not more than 600 shares of a common class with a par value of \$1.00 per share.

ARTICLE V.

The shareholders are hereby granted preemptive rights. Each shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others, which price may be in excess of par.

ARTICLE VI.

The principal address and mailing address of the corporation is 9600 NW 36^{TH} Street, Miami, Florida 33178.

ARTICLE VII.

The street address of the initial registered office of the corporation is 6990 SW 8th Street, Miami, Florida 33144. The name of the corporation's initial registered agent at said address is Gary Feick.

ARTICLE VIII.

The name and street address of the incorporator is:

Gary Feick 6990 SW 8th Street Miami, Florida 33144 The name and street address of the initial President and Secretary of the corporation is:

Gary Feick 6990 SW 8th Street Miami, Florida 33144

ARTICLE IX.

No contract or other transaction between a corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested shall be either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of board of directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction, or because his or their votes are counted for such purpose, if:

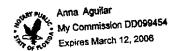
- (a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, a pproves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors;
- (b) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee, or the shareholders.

ARTICLE X.

These Articles of Incorporation may be amended in the manner provided by Florida law.

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in Article VII of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this \underline{S} day of $\underline{OC} \neq ...$, 2002.

GARY FEICK

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SEGRETARY OF STATE