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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.
SOUTH STAR PROTECTION SERVICES INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 10, 2003

FAS-T CORP AGENTS, INC.

SUBJECT: SOUTH STAR PROTECTION SERVICES INC.
REF: W03000010146

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
SOUTH STAR PROTECTION SERVICES INC.

The undersigned subscriber to the Articles of Incorporation, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of the corporation is: South Star Protection Services, Inc.
The corporate mailing address is: 13700 S.W. 181 Terrace, Miami, FL 33177.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general purpose of the corporation is to provide armed and unarmed security services to its clients and any other lawful business as permitted under the Constitution of the United States of America. It shall have every corporate power granted by the Florida Legislature.

ARTICLE IV

The aggregate number of authorized shares is: one hundred thousand (100,000) shares of \$1.00 par value common stock.

David V. Young, CPA
Oliva & Young Accounting Services Inc.
P.O. Box 823068
Pembroke Pines, FL 33062-3068
(954) 588 - 2479

ARTICLE V

The address of the initial registered office of the corporation is: 13700 S.W. 181 Terrace, Miami, FL 33177, and the name of the registered agent is David Young. Located at: 1103 N.W. 180th Ave, Pembroke Pines, FL 33029.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is three (3). The number of directors may be either increased or decreased from time to time by the by-laws, but shall never be less than two. The names and addresses of the initial directors are:

NAME	ADDRESS
Ana Isis Tejada, President	13700 SW 181 Terrace Miami, FL 33177
German Pellegrino, Secretary	13700 SW 181 Terrace Miami, FL 33177
David V. Young, Treasurer	1103 NW 180 Avenue Pembroke Pines, FL 33029

ARTICLE VII

The name and address of the person signing these articles is:

David V. Young	Oliva & Young Accounting Services Inc. P.O. Box 823068 Pembroke Pines, FL 33082
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David V. Young
Oliva & Young Accounting Services Inc.
P.O. Box 823068
Pembroke Pines, FL 33082-3068
(954) 588 - 2479

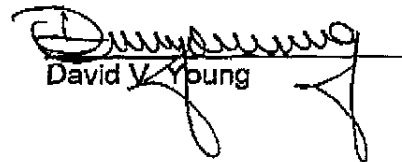
ARTICLE VIII

This corporation reserves the right to amend, alter or repeal any provisions contained herein in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by Statute, and all rights confer upon the shareholders are subject to this reservation.

ARTICLE IX

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and un-issued Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of April, 2003.


David V. Young

David V. Young, CPA
Oliva & Young Accounting Services Inc.
P.O. Box 823068
Pembroke Pines, FL 33082-3068
(954) 588 - 2479

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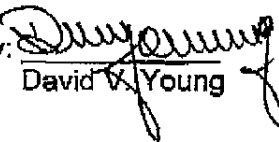
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **South Star Protection Services, Inc.** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida has named David V. Young, located at 1103 N.W. 180 Avenue, Pembroke Pines, Florida 33029, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

By: 
David V. Young