

Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

zSecurity, Inc.

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**ARTICLES OF INCORPORATION
OF
ZSECURITY, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation (the "Corporation"):

ARTICLE I

Name

The name of the Corporation is zSecurity, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The Corporation's initial principal office and mailing address is 9043 Magnolia Blossom Drive, Tampa, Florida 33626.

ARTICLE III

Capital Stock

The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is Thirty Thousand shares (30,000), consisting of Ten Thousand (10,000) voting common shares, having a par value of \$0.01 per share ("Voting Common Shares"), Ten Thousand (10,000) non-voting common shares, having a par value of \$0.01 per share ("Nonvoting Common Shares"), and Ten Thousand (10,000) preferred shares, having a par value of \$0.01 per share ("Preferred Shares").

The Board of Directors of the Corporation (the "Board of Directors") is hereby expressly authorized, subject to limitations prescribed by law and this Article III, to provide for the issuance of Preferred Shares in one or more classes or series, and by filing Articles of Amendment to the Articles of Incorporation pursuant to the applicable law of the State of Florida, to establish from time to time the number of shares to be included in each such class or series, to fix the designations, powers, preferences, and rights of the shares of such class or series and any qualifications, limitations, or restrictions thereof, and, subject to the limitations and restrictions set forth in the Articles of Amendment or Amendments adopted by the Board of Directors originally fixing the number of shares constituting any series or class, to increase or decrease the number of shares of any such class or series subsequent to the issue of shares of that class or series, but not below the number of shares of such class or series then outstanding. In case the number of shares of any class or series of Preferred Shares shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the Amendment or Amendments to the Articles of Incorporation originally fixing the number of shares of such class or series.

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ARTICLE IV
Initial Registered Agent and Office

The street address of its initial registered office is 2010 East Palm Avenue, Suite 14309, Tampa, Florida 33605, and the name of its initial registered agent at that address is Paul R. Everton.

ARTICLE V
Incorporator

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Paul R. Everton	9643 Magnolia Blossom Drive Tampa, FL 33626

ARTICLE VI
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Dated this 14 day of JUL 2004.


Paul R. Everton, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 14 day of JUL 2004.


Paul R. Everton, Registered Agent

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