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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

spy equipment, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
SPY EQUIPMENT, INC.

04 DEC 29 PM 2:30

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation of such Corporation:

ARTICLE I
NAME

The name of the corporation shall be SPY EQUIPMENT, INC.

ARTICLE II
DURATION

The corporate existence shall begin at the time of subscription and acknowledgment of these Articles, except that in the event these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State. This Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE III
PURPOSE

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

This instrument prepared by:
Fredric C. Buresh, Esq.
800 S.E. Third Ave., 4th Floor
Ft. Lauderdale, FL 33316
(954) 525-2300
FL Bar No. 167614

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ARTICLE V
PRINCIPAL OFFICE

The principal office of this corporation is at 600 West Oakland Park Boulevard, Fort Lauderdale, Florida 33311.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 800 SE Third Avenue, 4th Floor, Fort Lauderdale, Florida 33316 and the name of its initial registered agent at that address is Fredric C. Buresh.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Rudolfo Salvador

600 West Oakland Park Blvd.
Ft. Lauderdale, FL 33311

ARTICLE VIII
PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
CUMULATIVE VOTING

At each election for Directors, every Shareholder entitled to vote in the election shall have the right to cumulate his vote by giving one candidate as many votes as the number of Directors at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE XI
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XII
INCORPORATORS

The name and address of the incorporator and the person signing these Articles is:

Fredric C. Buresh

800 SE Third Ave., 4th Floor
Ft. Lauderdale, FL 33316

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Fort Lauderdale, Florida, this 29th day of December, 2004.


Fredric C. Buresh

STATE OF FLORIDA

SS.

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 29th day of December, 2004, by Fredric C. Buresh, who is personally known to me or who has produced identification as shown below and did take an oath.

Sworn to and subscribed before me on the day and year above written.



Notary Public, State of Florida

(Print Name Here)

My Commission Expires:

Identification produced:

personally known

NOTARY PUBLIC-STATE OF FLORIDA
 Diane E. Clutter
Commission #DD362878
Expires: NOV 24, 2008
Bonded Thru Atlantic Bonding Co., Inc.

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In pursuance of Chapter 607.034 Florida Statutes, the following is submitted in compliance with said Act:

ACKNOWLEDGMENT:

By Fredric C. Buresh
Registered Agent

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