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HAGEN & HAGEN, P.A.

3990 SHERIDAN STREET, SUITE 104

HOLLYWOOD, FLORIDA 33021

TELEPHONE (305) 967-0515

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MAX M. HAGEN  
KEVIN L. HAGEN

PLEASE REF TO  
OUR FILE #

January 24, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

000001396560  
-02/02/95--01082--016  
\*\*\*122.50 \*\*\*122.50

Re: INTERSEC FORCE CORP.

Dear Sir or Madam:

In regard to the above corporation, enclosed please find original and one copy of the Articles of Incorporation to incorporate as a Florida corporation. Also enclosed is my trust account check in the sum of \$122.50 for the filing fee required in this connection.

Please send the Certificate of Incorporation and Articles of Incorporation stamped by the Secretary of State to the undersigned when completed.

Thank you for your attention to this matter.

Very truly yours,

  
MAX M. HAGEN

MMH:lf

Enclosures

cc: Hector Viamonte

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 FEB -2 AM 11:24

KAN 2-7

95 FEB -2 AM 11:24

ARTICLES OF INCORPORATION  
OF  
INTERSEC FORCE CORP.

The undersigned hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is INTERSEC FORCE CORP.  
The principal place of business and mailing address for the corporation is : 3990 Sheridan Street, Suite 104, Hollywood, Florida 33021.

ARTICLE II

PURPOSE

The general purpose or purposes for which the corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida General Corporation Act; and the corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue one hundred shares of common stock having ten dollar par value.

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of date of filing.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida is:

3990 Sheridan Street, Suite 104  
Hollywood, Florida 33021

and the name of the initial registered agent at that address is:

MAX M. HAGEN

ARTICLE VI

NUMBER OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
HECTOR VIAMONTE, President, Secretary, Treasurer and Director	3990 Sheridan Street, Suite 104 Hollywood, Florida 33021

#### ARTICLE VIII

##### SUBSCRIBER

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
MAX M. HAGEN	3990 Sheridan Street, Suite 104 Hollywood, Florida 33021

#### ARTICLE IX

##### CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

#### ARTICLE X

##### AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation this 24th day of January, 1995.

Ant Mc Day (SEAL)

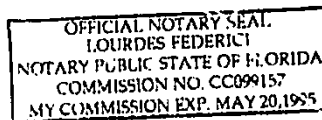
STATE OF FLORIDA )  
 ) SS.  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared to me MAX M. HAGEN, well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hollywood, County of Broward, State of Florida, this 24th day of January A.D., 1995.

Loures Federici  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT INTERSEC FORCE CORP.  
(NAME OF CORPORATION)  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF  
MIAMI, STATE OF FLORIDA,  
HAS NAMED MAX M. HAGEN  
LOCATED AT 3990 Sheridan Street, Suite 104, Hollywood, Fl.  
(STREET ADDRESS AND NUMBER OF BUILDING,  
POST OFFICE BOX ADDRESSES ARE UNACCEPTABLE)  
CITY OF Hollywood, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]  
(CORPORATE OFFICER)

TITLE PRESIDENT

DATE January 24, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE [Signature]  
MAX M. HAGEN  
RESIDENT AGENT

DATE January 24, 1995