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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
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MIAMI FL 33136-3400-
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(((H95000001877)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: EAGLE PROTECTIVE SERVICES, INC.
FAX AUDIT NUMBER: H95000001877
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*Security
Professionals Inc.*

FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

February 15, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: EAGLE PROTECTIVE SERVICES, INC.
REF: W95000003546

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole
Corporate Specialist

FAX Aud. #: W95000001877
Letter Number: 995A00006893

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
SECURITY PROFESSIONALS, INC.

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:
SECURITY PROFESSIONALS, INC.

ARTICLE II

The general nature of the business to be transacted shall be a protective service and to otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

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GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting one or more members, as may be provided By-laws.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

JORGE HUMBERTO HERNANDEZ
1957 SW 136 Place
MIAMI, FL. 33175

President

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be JORGE HUMBERTO HERNANDEZ and the registered agent's office of this corporation shall be 13800 SW 8th St #406, Miami, Florida.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or Board of Directors of this corporation 13800 SW 8 St #406 Miami, FL branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of Directors of this Corporation.

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ARTICLE IX

The name and post office address of the Subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows:

NAME	ADDRESS	NO. OF SHARES
JORGE HUMBERTO HERNANDEZ	1957 SW 136 Place Miami, Florida 33175	1000

ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscribers have hereunto set their hands and seals in the County of Dade, State of Florida, before me on this 12th day of February, 1995.

SWORN TO AND SUBSCRIBED before me on this 12th day of February, 1995.

JORGE HUMBERTO HERNANDEZ, PRESIDENT (SEAL)
Identification H 655-428-42-050

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, JORGE HUMBERTO HERNANDEZ known to be the persons who executed the foregoing Certificate of Incorporation of SECURITY PROFESSIONALS, INC. and they acknowledged before me that they have executed the same for the purpose therein set forth.

SWORN TO AND SUBSCRIBED before me on this 12 day of FEBRUARY, 1995.

[Signature]
Notary Public, State of Florida

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. JULY 21, 1998
BONDED THRU GENERAL INS. CO.

H9500000 1877

MY COMMISSION EXPIRES:

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND
I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME.

Jorge Humberto Hernandez
JORGE HUMBERTO HERNANDEZ

Prepared by:

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

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