

P95000028180

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8879
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED
FEB 10 PM 1:48
1995

AB 4/10/95

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY W _____

WALK-IN
Will Pick Up 4-10 11:00

RE: Security Resource Management, Inc.

95	C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

000001451880
-04/10/95--01015--017
****122.50 ****122.50

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
SECURITY RESOURCE MANAGEMENT, INC.**

FILED
25 APR 10 PM 1966
CLERK

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is SECURITY RESOURCE MANAGEMENT, INC., a Florida corporation.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

501 S. Ft. Harrison, Suite 3
Clearwater, FL 34616

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

This corporation is organized for the purpose of any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V

The corporation is authorized to issue a total of One Million shares. Such shares shall have \$1.00 par value and shall be comprised of 200,000 "Class-A" Voting shares and 800,000 "Class B" Non-voting shares but shall otherwise be of a single class having identical rights as to profits, assets, distributions and liquidation proceeds.

ARTICLE VI

All issued stock shall be held of record by not more than thirty-five persons or entities and shall be issued and transferable only to persons or entities who are not non-resident alien.

ARTICLE VII

Stockholders of the corporation shall have the preemptive right to subscribe to any and all additional issues of stock of the corporation.

ARTICLE VIII

The street address of the initial registered office of the corporation is 600 Cleveland Street, Suite 760, Clearwater, Florida 34615 and the name of the initial registered agent of the corporation at that address is James A. Staack.

ARTICLE IX

The initial board of directors shall be comprised of the following:

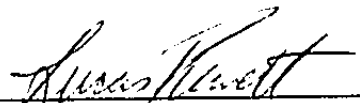
James D. Appelt
Kevin J. Donoghue
William E. Price
Lucas Prewett
Timothy J. Kerwin

ARTICLE X

The name and address of the incorporator of the corporation is:

Lucas Prewett
501 S. Ft. Harrison, Suite 3
Clearwater, FL 34616

The undersigned has executed these Articles of Incorporation this 7th day of April, 1995.



Lucas Prewett, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

95 APR 10 PM 1:44

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: SECURITY RESOURCE MANAGEMENT, INC.

2. The name and address of the registered agent and office is:

James A. Staack
600 Cleveland Street
Suite 760
Clearwater, FL 34615

SIGNATURE

Lucas Prewett
Lucas Prewett

TITLE

President

DATE

4/7/95

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate, 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 obligations of my position as Registered Agent.

SIGNATURE

James A. Staack
James A. Staack

DATE

4/7/95