

P95000052146

RECEIVED

95 JUL -6 10:57

OFFICE OF THE CLERK

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

100001530741

-07/06/95--01046--001

1610.00 **70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):
DATASECURE, INC.

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

YICKIE J. WHITFIELD

JUL - 6 1995

CS JUL - 6 PM 1:16

SECRETARY OF STATE

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
DATASECURE, INC.**

95 JUL -5 PM 1:15
RECEIVED
CLERK OF COURT
JUL 5 1995

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **DATASECURE, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 3300 Northeast 191 Street, Suite LP 14, Aventura, Florida 33180 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Jacob E. Farkas
Secretary:	Jacob E. Farkas
Treasurer:	Jacob E. Farkas



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Jacob E. Farkas

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.



ARTICLE 9 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 10 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 12 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 13 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have herunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 5 July 1995.

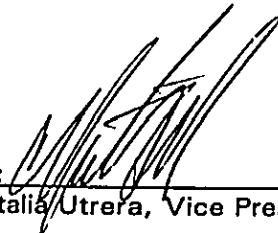

Elsie Sanchez, Incorporator

55 JUL -5 PM 1:16

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer®

By: 
Natalia Utrera, Vice President

ART196C



343 ALMERIA AVENUE • CORAL GABLES, FL 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

KANTER & MATTENSON, LTD.
ATTORNEYS AT LAW

275 EAST WASHINGTON STREET, SUITE 1400, CHICAGO, IL 60602 (312) 308-1400

TERRANCE J. BENSHOUF, CAROL J. FELLOWS, STUART J. GORDON
ALLEN KANTER, MARCIA S. LIPKIN, DAVID M. MATTENSON
May 6, 1995 T. ALAN J. MORGAN, DENNIS M. MORRISSEY
KAY MARIE PHILON

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100001816851
-05/10/95--01067--001
*****35.00 *****35.00

RE: Filing of Amended and Restated Articles of Incorporation and
Request for Certified Copies of All Articles of Incorporation and
Amendments for DataSecure, Inc.

Dear Madam or Sir:

100001816851
-05/10/95--01067--002
*****52.50 *****52.50

Please accept for filing the enclosed Amended and Restated Articles of Incorporation of DataSecure, Inc., a Florida corporation. This document is enclosed in duplicate, along with our check for the filing fee of \$35.00.

Please send to the undersigned certified copies of the Articles of Incorporation, and all amendments thereof, including the amendments being filed with this letter for DataSecure, Inc. Enclosed is our check for \$52.50 for these certified copies.

If you have any questions, please call Dennis Morrissey collect at 312-368-1400.

Sincerely,

KANTER & MATTENSON, LTD.

Alan J. Morgan

AJM:lac
Encl.

Handwritten:
M
95000052146
Amend + Restated
5.9.96
Cert Copy

Vertical stamp:
APPROVED
FILED

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

DATASECURE, INC.

Pursuant to Section 607.1007 of the Florida Business Corporation Act, DataSecure, Inc., a Florida corporation, adopts these Amended and Restated Articles of Incorporation.

ARTICLE 1 - NAME

The name of the Corporation is **DATASECURE, INC.** (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 3300 Northeast 191 Street, Suite LP 14, Aventura, Florida 33180 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The initial officers of the Corporation shall be:

President: Jacob E. Farkas, 3300 Northeast 191 St., Ste. LP14,
Aventura, FL 33180

Secretary: Jacob E. Farkas, 3300 Northeast 191 St., Ste. LP14,
Aventura, FL 33180

Treasurer: Jacob E. Farkas, 3300 Northeast 191 St., Ste. LP14,
Aventura, FL 33180

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 11 - 9 28 1985

APPROVED
AND
FILED

ARTICLE 6 - DIRECTORS

The initial Director of the Corporation shall be

Jacob E. Farkas, 3300 Northeast 191 St., Ste. LP14, Aventura, FL 33180

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 This Corporation is authorized to have outstanding at any time shares of two classes, namely "Common Stock" and "Nonvoting Common Stock":

7.1.1 Common Stock: The maximum number of shares of Common Stock that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares, each share having the par value of ONE DOLLAR (\$1.00).

7.1.2 Nonvoting Common Stock: The maximum number of shares of Nonvoting Common Stock that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares, each share having the par value of ONE DOLLAR (\$1.00).

7.2 Common Stock and Nonvoting Common Stock shall be treated identically in all respects, including the rights of their holders in the profits and assets of the Corporation, with the following exception: Nonvoting Common Stock shall have no right to vote except to the extent required by the Florida Business Corporation Act.

7.3 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

7.4 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.5 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by

setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock

ARTICLE 8 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Amended and Restated Articles of Incorporation.

ARTICLE 9 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 10 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT

The current address of the registered office of this Corporation is 3300 Northeast 191 St., Ste. LP14, Aventura, Florida 33180. The name and address of the current registered agent of this Corporation is Jacob E. Farkas, 3300 Northeast 191 St., Ste. LP14, Aventura, Florida 33180.

ARTICLE 12 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 13 - EFFECTIVE DATE

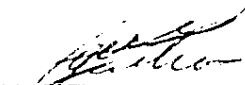
These Amended and Restated Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation, or in any amendment hereto, or to add any provision to these Amended and Restated Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Amended and Restated Articles of Incorporation or any amendment hereto are granted subject to this reservation.

Adopted on March 15, 1996

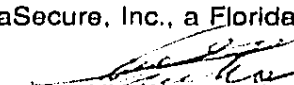
Attest:



Jacob E. Farkas,
Secretary

DataSecure, Inc., a Florida corporation

By:



Jacob E. Farkas,
President

CERTIFICATE

The undersigned corporation, by its president and secretary, certifies as follows with respect to the foregoing Amended and Restated Articles of Incorporation:

- First: The name of the corporation is DataSecure, Inc.
- Second: The Amended and Restated Articles of Incorporation contain several amendments requiring shareholder approval.
- Third: The Amended and Restated Articles of Incorporation of this corporation were submitted by the board of directors to the shareholders and adopted by the shareholders on March 15, 1996.
- Fourth: Written consent approving the Amended and Restated Articles of Incorporation of the corporation has been given by the shareholders of the corporation in accordance with the provisions of section 607.0704 of the Florida Business Corporation Act.

Signed on: 3-25-96

DataSecure, Inc., a Florida corporation

Attest:

Jacob E. Farkas
Jacob E. Farkas,
Secretary

By:

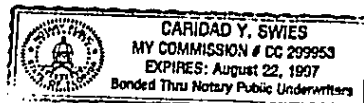
Jacob E. Farkas
Jacob E. Farkas,
President

State of Florida)

County of _____)

The foregoing instrument was acknowledged before me this 25th day of MARCH, 1996, by Jacob E. Farkas, president and secretary of DataSecure, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced PERSONALLY KNOWN as identification.

Caridad Y. Swies
Notary Public



My commission expires: _____