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**PRESENTING
LEGAL & FINANCIAL SERVICES**

ACCOUNT NO. : 072100000032

REFERENCE : 674571 81507A

AUTHORIZATION :

COST LIMIT : 9 122.50

ORDER DATE : September 5, 1995

ORDER TIME : 3:18 PM

ORDER NO. : 674571

CUSTOMER NO: 81507A

CUSTOMER: Susan Kerna, Legal Assistant
LYONS & BEAUDRY, PA

1605 Main Street, Suite 1111

Sarasota, FL 34236

DOMESTIC FILING

NAME: F. MCDOUGAL LOCKSMITH, INC.

XX ARTICLES OF INCORPORATION

 _____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX	CERTIFIED COPY
	PLAIN STAMPED COPY
	CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

T. BROWN SEP - 6 1995

ARTICLES OF INCORPORATION

OF

F. MCDOUGALL LOCKSMITH, INC.

FILED
95 SEP -5 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation shall be F. MCDOUGALL LOCKSMITH, INC., and its principal place of business shall be 1904 Rolling Green Circle, Sarasota, FL 34240.

ARTICLE II. - NATURE OF BUSINESS

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

ARTICLE III. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock with a par value of One Dollar (\$1.00).

ARTICLE IV. - TERM AND COMMENCEMENT OF EXISTENCE

This corporation is to exist perpetually. The date of commencement of corporate existence is the date of filing these Articles of Incorporation.

ARTICLE V. - DIRECTORS

This corporation shall have two (2) directors, initially. The

number of directors may be increased or decreased from time to time, by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Fred H. McDougall, III	1904 Rolling Green Circle Sarasota, FL 34240
Rhonda M. McDougall	1904 Rolling Green Circle Sarasota, FL 34240

ARTICLE VI.

INCORPORATOR, REGISTERED OFFICE AND REGISTERED AGENT

The name of the registered agent and the street address of the registered office of the corporation, and the name and address of each incorporator of this corporation is as follows:

<u>Registered Agent:</u>	<u>Registered Office:</u>
Fred H. McDougall, III	1904 Rolling Green Circle Sarasota, FL 34240

<u>Incorporator:</u>	
Fred H. McDougall, III	1904 Rolling Green Circle Sarasota, FL 34240

ARTICLE VII. - TRANSFERABILITY OF SHARES

Any and all of the shareholders of this corporation may, from time to time, enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof, and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement

shall be stamped, written or printed upon the certificate representing said shares, and the Bylaws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE VIII - PRE-EMPTIVE

Each shareholder shall have the right to purchase additional shares of previously or newly authorized but unissued stock of the same or different class and Treasury stock so that the ratio of issued and outstanding shares held by a shareholder to the total number of issued and outstanding shares of stock remains the same as at the date of original issue.

IN WITNESS WHEREOF, the above named incorporator to these Articles of Incorporation set his hand and seal this 1 day of September, 1995.

Fred H. McDougall, III
Fred H. McDougall, III, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1st day of September, 1995, by Fred H. McDougall, III, who is personally known to me or who produced proper identification as identification.

[Signature]
Notary Public
Printed Name [Name]

My Commission Expires:

FILED
95 SEP -5 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

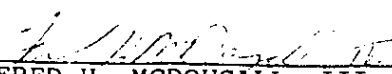
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that F. McDougall Locksmith, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Sarasota, County of Sarasota, State of Florida, has named Fred H. McDougall, III, 1904 Rolling Green Circle, Sarasota, FL 34240, County of Sarasota, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


FRED H. MCDOUGALL, III
Resident Agent