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ARTICLES OF INCORPORATION

(10)

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. Name. The name of this corporation is Sunshine Guard Service, Inc.
2. Duration. The period of duration is perpetual.
3. Purpose. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including providing security/guard services.
4. Capital Stock. The corporation is authorized to issue 100 shares, all of one class, at no par value.
5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation is as follows:

Judith L. Segelin, Esquire, 501 North Magnolia Avenue,
Suite H, Orlando, Florida 32801

1310 West Colonial Drive, Suite 15, Orlando, FL 32804

6. Initial Board of Directors. This corporation shall have 1 director(s) initially. The number of directors may be either increased or decreased from time to time by an amendment of the

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bylaws of the corporation in the manner provided by law, but shall never be less than 1. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

Valerie Denner

9162 Kilgore Road, Orlando, FL 32819

7. Incorporator(s). The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation (is) (are):

NAME

ADDRESS

Valerie Denner

9162 Kilgore Road, Orlando, FL 32819

8. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. NON-RESIDENT DIRECTORS. Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.
10. DIRECTORS' AUTHORITY TO FIX COMPENSATION. Directors shall have authority to fix the compensation of directors and officers unless otherwise provided in Articles of Incorporation or Bylaws.
11. MEETINGS BY CONFERENCE TELEPHONE. Members of the Board of Directors may participate in special, regular, and annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law but regular and/or special meetings of the Board of Directors must be attended in fact in person by each director.
12. INDEMNIFICATION. The corporation may be empowered to indemnify any officer or director, or any former officer

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or director in the manner set out and provided for (in the bylaws of this corporation). (Pursuant to the provisions of Section 607.0850 of the Florida Statutes as amended).

13. AMENDMENT OF (ARTICLES) (BYLAWS). The power to adopt, alter, amend or repeal the (Articles of Incorporation/bylaws) of this corporation shall be vested in the (Shareholders) (Board of Directors) by a fifty one percent (51%) vote.
14. SHAREHOLDER QUORUM AND VOTING. Only seventy five percent (75%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator(S) has/have executed these Articles of Incorporation, this 9th day of May, 1996.


VALERIE DENNER, Incorporator


REGISTERED AGENT

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**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS
MAY BE SERVED AND THE PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN THE STATE OF
FLORIDA**

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes,
the following is submitted:

Sunshine Guard Service, Inc., desiring to organize under the
laws of the State of Florida with its initial registered office as
indicated in the Articles of Incorporation, at 1310 West Colonial
Drive, Suite 15, Orlando, FL 32804 has named Judith L. Segelin,
Esquire as it's registered agent to accept service of process within
this state.

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as the registered agent for the above
corporation for the purpose of accepting service of process at the
registered office designated in this certificate, I hereby accept such
appointment and acknowledge that I am familiar with and accept the
obligations and responsibilities of such office as provided for in
Florida Statutes 607.0505.


Judith L. Segelin, Registered Agent

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