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May 8, 1996

Via Federal Express

Corporate Records Bureau
Division of Corporations
Office of the Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

800001816308
-05/10/96--01070--017
*****122.50 *****122.50

Re: Crown Security and Investigations, Inc.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with our firm's check in the sum of \$122.50 representing your filing fee. Kindly return to my attention a certified copy of said Articles of Incorporation.

Thank you for your assistance with this matter. If you have any questions or require anything further in this regard, please do not hesitate to contact me.

Very truly yours,

TREISER, KOBZA & VOLPE, CHTD.

TA Collins

Thomas A. Collins, II
For the Firm

Enclosures

MAY 15 1996

BSB

FILED
96 MAY -9 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CROWN SECURITY AND INVESTIGATIONS, INC.

FILED
96 MAY -9 PM 3:37
BIRMINGHAM, ALABAMA
STATE OF ALABAMA
CLERK OF THE CIRCUIT COURT

The undersigned, acting as the sole Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

1.01 The name of the Corporation is CROWN SECURITY AND INVESTIGATIONS, INC.

ARTICLE TWO

DURATION

2.01 The duration of the Corporation shall be perpetual.

ARTICLE THREE

PURPOSE

3.01 The purpose of the Corporation is to engage in any activity or business permitted under §607.0301 of the Florida Business Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

4.01 The aggregate number of shares that the Corporation has authority to issue is 10,000 all of which shall be common shares without par value.

ARTICLE FIVE

NO PRE-EMPTIVE RIGHTS

5.01 There shall be no pre-emptive rights for any shareholder.

ARTICLE SIX
REGISTERED AND PRINCIPAL OFFICES

6.01 The street address of the initial registered office of the Corporation is 5815 Glen Cove Drive #1206, Naples, Florida 33963, and the name of the initial registered agent at that address is William G. Lewis.

6.02 The street address of the principal office of the Corporation is 5815 Glen Cove Drive #1206, Naples, Florida 33963.

ARTICLE SEVEN
INCORPORATOR

7.01 The name and address of the Incorporator is William G. Lewis at 484 West 43rd Street, New York, NY 10036.

ARTICLE EIGHT
DIRECTORS

8.01 The initial Board of Directors of the Corporation shall consist of two (2) members. The number of Directors may be changed from time to time by resolution duly adopted by the shareholders of the Corporation.

8.02 The names and addresses of the Directors are:

NAME

William G. Lewis

Howard P. Giordano

ADDRESS

484 West 43rd Street
New York, NY 10036

200 East 36th Street #17B
New York, NY 10016


ARTICLE NINE
INCREASING QUORUM OR VOTING REQUIREMENTS
FOR SHAREHOLDERS

9.01 The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders. The adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

ARTICLE TEN
RESTRICTIONS ON TRANSFER OF STOCK


10.01 Provisions restricting the transfer of stock may be contained in the bylaws, in any shareholder agreement or buy-sell agreement filed at the corporation's principal office, or stated on the front or back of any stock certificate, and any person acquiring an interest in any shares of the corporation shall be deemed to have notice of such restrictions.

IN WITNESS WHEREOF, I have subscribed my name at Naples, Florida on May 8, 1996.


WILLIAM G. LEWIS
Incorporator

STATE OF FLORIDA,
COUNTY OF COLLIER

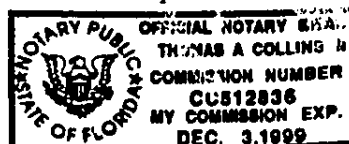
The foregoing instrument was acknowledged before me this 8th day of May, 1996 by WILLIAM G. LEWIS, who is personally known to me (or has produced New York State Drivers License as identification) and ~~(did)~~ (did not) take an oath.


Notary Public

Typed, Printed or Stamped Name

My Commission Expires:

My Commission No:



FILED

96 MAY -9 PM 3:37

ACCEPTANCE BY REGISTERED AGENT

STATE
TALLAHASSEE, FLORIDA

Having been designated in the foregoing Articles of Incorporation as the Registered Agent of the above-named Corporation to accept service of process for said Corporation, at the place designated as the Registered Office, I hereby accept such designation and agree to act in such capacity and to comply with the provisions of the Florida Business Corporation Act and all other applicable laws.

Dated:

May 8, 1996

William G. Lewis
WILLIAM G. LEWIS, Registered Agent