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LAW OFFICES OF FRANK R. S. FABRE
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Suite 234
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June 24, 1966

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Florida State Department
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Articles of Incorporation Advanced Locksmith, Inc.

Dear Sirs:

Enclosed please find two originals of the proposed Articles of Incorporation of the referenced corporation together with my check for \$122.50, payable to Secretary of State, in payment of fees.

Please return one of the originals duly recorded to the attention of the undersigned.

Very truly yours,

Frank R. S. Fabre
b/o Frank R. S. Fabre

FTV/mef
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 27 AM 9:55

FILED

SN JUL - 1 1996

EFFECTIVE DATE
June 22, 96

ARTICLES OF INCORPORATION
OF
ADVANCED LOCKSMITH, INC.

FILED
96 JUN 27 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ADVANCED LOCKSMITH, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing June 22, 1996, or on the date of filing which ever first occurs.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is:

717 Ponce de Leon Blvd., #234
Coral Gables, Florida 33134

The initial resident agent of this corporation is:

Frank R. S. Fabre, Esq.
717 Ponce de Leon Blvd., #234
Coral Gables, Florida 33134

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director and officers that

shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

Elaine Love
9041 S.W. 122 Ave.
Apartment 102
Miami, Florida 33186

Director/President/Secretary

ARTICLE VII - BY-LAWS

The By-Laws of this corporation may be adopted, amended or replaced by either the Stockholders or Directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATION

The name and address of the person signing these Articles is:

Frank R. S. Fabre

717 Ponce de Leon Blvd., #234
Coral Gables, Fl 33134

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of June, 1996.



Frank R. S. Fabre

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 16th DAY OF JUNE, 1996.

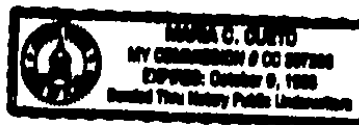


Frank R. S. Fabre, Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16th day of June, 1996, by Frank R. S. Fabre, as Incorporator, and who executed the foregoing Articles of Incorporation of ADVANCED LOCKSMITH, INC., who is personally known to me and did take an oath.

Maria C. Cury



FILED
96 JUN 27 AM 9:54
CLERK OF STATE
TALLAHASSEE, FLORIDA