

CABRERA ACCOUNTING SERVICES

5490 GRIFFIN ROAD • DAVIE, FLORIDA 33314 • (305) 587-6718

P96000073933

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

Re: PROSIG, INC.

To whom it may concern:

Enclosed please find the Articles of Incorporation for

PROSIG, INC.

, together with a

check in the amount of \$ 122.50.

200001938782
-09/04/96--01151--009
****122.50 ****122.50

Sincerely,
CABRERA ACCOUNTING SERVICES

SEP 6 1996

BSB

Armando Cabrera

Armando Cabrera, PA
August 28, 1996

FILED
96 SEP -3 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

96 SEP -3 AM 10:15
TALLAHASSEE, FLORIDA

PROSIG, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

I.

NAME

THE NAME OF THIS CORPORATION SHALL BE: PROSIG, INC.

II.

NATURE OF BUSINESS

THE GENERAL NATURE OF THIS BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS: SECURITY.

1. TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

FURTHER, AND NOT BY WAYS OF LIMITATION OF THE PRECEDING PARAGRAPH:

2. TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, AND TO OWN, MORTGAGE, PLEDGE, SELL, ASSIGN, TRANSFER, OR OTHERWISE DISPOSE OF, AND TO INVEST IN, TRADE IN, DEAL IN WITH GOODS, WARES, MERCHANDISE, REAL AND PERSONAL PROPERTY, AND SERVICES, OF EVERY CLASS, KIND, AND DESCRIPTION, EXCEPT THAT IT IS NOT CONDUCT A BANKING, SAFE DEPOSIT, TRUST, INSURANCE, SURDITY, EXPRESS, RAILROAD, CANAL, TELEGRAPH, TELEPHONE, OR CEMETERY COMPANIES, BUILDING AND LOAN ASSOCIATION, FRATERNAL BENEFIT SOCIETY, STATE FAIR OR EXPOSITION.

3. TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY, HOLD, MORTGAGE, SELL OR CONVEY, LEASE OR OTHERWISE DISPOSE OF, REAL AND PERSONAL PROPERTY, INCLUDING FRANCHISE, PATENTS, COPYRIGHTS, TRADEMARKS, AND LICENSE, IN THE STATE OF FLORIDA, AND IN ALL OTHER STATES AND COUNTRIES.

4. TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL, OR PLEDGE BONDS, DEBENTURES, AND NOTES, AND OTHER EVIDENCE OF INDEBTEDNESS, AND EXECUTE SUCH MORTGAGES, TRANSFERS OF CORPORATE PROPERTY, OR OTHER INSTRUMENTS, TO SECURE THE PAYMENT OF CORPORATION INDEBTEDNESS AS REQUIRED.

5. TO PURCHASE THE CORPORATE ASSETS OF ANY OTHER CORPORATION AND ENGAGE IN THE SAME, OR OTHER CHARACTER OF BUSINESS.

6. TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE, PLEDGE OR OTHERWISE ACQUIRE, OR DISPOSE OF THE SHARES OF CAPITAL STOCK OF, OR MAY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTEDNESS, CREATED BY ANY OTHER CORPORATION OF THE STATE OF FLORIDA, OR ANY OTHER STATE OF GOVERNMENT, AND WHILE OWNER OF SUCH STOCK, TO EXERCISE ALL OF THE RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE SUCH STOCK.

III.

CAPITAL STOCK

THE MAXIMUM NUMBER IF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: FIVE HUNDRED SHARES OF COMMON STOCK, HAVING A NOMINAL PAR VALUE OF: \$ 1.00

IV.

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS NOT LESS THAN: \$ 500.00

V.

TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

VI.

ADDRESS

THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS: 6190 W. 14TH AVENUE HIALEAH, FLORIDA 33012. THE BOARD OF DIRECTORS, MAY FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE OF THE CORPORATION TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

VII.

DIRECTORS

THIS CORPORATION SHALL BE EXERCISED BY A BOARD OF ONE (1) OR MORE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY NE INCREASED OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE (1).

VIII.

INITIAL DIRECTORS

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE:

<u>NAME</u>	<u>ADDRESS</u>
RICHARD PEREZ	6190 W. 14TH AVENUE HIALEAH, FL. 33012
ARMANDO ACOSTA	6190 W. 14TH AVENUE HIALEAH, FL. 33012

VIIII.


SUBSCRIBERS

THE NAMES AND ADDRESSES OF EACH SUBSCRIBER OF THE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES, EACH AGREES TO TAKE AND THE VALUE OF THE CONSIDERATION ARE:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
RICHARD PEREZ	6190 W. 14 AVE. HIALEAH, FL. 33012	250	\$250.00
ARMANDO ACOSTA	6190 W. 14 AVE. HIALEAH, FL. 33012	250	\$250.00

THESE ARTICLES OF INCORPORATION, MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE ADOPTED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM, TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDER'S MEETING, BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREIN, UNLESS ALL DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

SUBSCRIBERS:

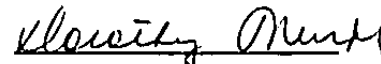

RICHARD PEREZ,
PRESIDENT


ARMANDO ACOSTA,
VICE/PRESIDENT

STATE OF FLORIDA)
) SS:
COUNTY OF DADE

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, AN OFFICER DULY AUTHORIZED IN STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED: RICHARD PEREZ AND ARMANDO ACOSTA, TO ME KNOWN, TO BE THE PERSONS DESCRIBED AS SUBSCRIBERS IN, AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THE SAME.

WITNESS, BY MY HAND AND SEAL, IN THE COUNTY OF Broward, STATE OF FLORIDA, ON THIS 15th DAY OF August 1996.



MY COMMISSION EXPIRES: MY COMMISSION EXPIRES 10/3/97
MY COMMISSION NUMBER: COMMISSION NUMBER CC 324461

DOROTHY MURPHY
NOTARY PUBLIC-STATE OF FLORIDA

NOTARY PUBLIC, STATE
OF FLORIDA, AT LARGE

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

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, THAT PROSIG, INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH
IT'S PRINCIPAL OFFICE, AS INDICTED IN THE ARTICLES OF
INCORPORATION, AT CITY OF HIALEAH, COUNTY OF DADE, STATE OF
FLORIDA, HAS NAMED RICHARD PEREZ, AT 6190 W. 14 AVENUE
HIALEAH, CITY OF HIALEAH, COUNTY OF DADE,
STATE OF FLORIDA, AT IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, WITH
THE PROVISIONS OF SAID ACT TO KEEPING OPEN SAID OFFICE.


RESIDENT AGENT

FILED
96 SEP -3 11:10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA