

CR2E031(1/95)

ARTICLES OF INCORPORATION
OF
POWER SECURITY CITY, INC.

THE UNDERSIGNED incorporator does hereby make and subscribe, acknowledge and file with the Department of State these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be
POWER SECURITY CITY, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida

ARTICLE III - CAPITAL STOCK

the maximum number of shares of capital stock authorized to be issued by this Corporation shall be:

<u>SHARES</u>	<u>PAR VALUE</u>
1,000	\$1.00

Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property (other than stock or securities), or in labor or services at a fair valuation to be fixed by the incorporator or by the Board of Directors at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be nonassessable.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be no less than Five Hundred (\$500.00) Dollars.

ARTICLE V - TERM OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient:

12888 S.W. 17th Street
Miami, Florida 33184

ARTICLE VII - DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1) and not more than nine (9) directors, the number of the same to be fixed by the corporate By-Laws. Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed, without cause, at any annual or special meeting of the Stockholders, where a quorum is present in person or by proxy, by the affirmative vote of a majority of the outstanding stock of the Corporation entitled to vote at said meeting. Any officer of the Corporation may be removed, without cause, at any annual or special meeting of the Board of Directors, where a quorum is present, by the affirmative vote of a majority of the Directors present.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The member(s) of the first Board of Directors are:

<u>DIRECTORS</u>	<u>ADDRESS</u>
JOSE M. QUINTANA	12888 S.W. 17th Street, Miami, Fl. 33184
DANILO M. SANCHEZ	312 N.W. 82th Street, Miami, Fl. 33150

The members of the first Board of Directors, unless otherwise provided by the By-laws, shall hold office for the first year of the corporate existence or until their successors are elected or appointed and have qualified.

ARTICLE IX - SUBSCRIBERS

The name and address of the subscriber(s) to these Articles of Incorporation and the number of shares subscribed thereto are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
JOSE M. QUINTANA	12888 S.W. 17th Street Miami, Fl. 33184	250
DANILO M. SANCHEZ	312 N.W. 82th Street Miami, Fl. 33150	250

ARTICLE X - OFFICERS

The officers of this Corporation shall be a President, who shall be a Director, a Secretary and a Treasurer and such officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President shall not be also made the Secretary or Assistant Secretary of this Corporation. The initial officers of the Corporation shall be as follows:

<u>OFFICERS</u>	<u>ADDRESS</u>
JOSE M. QUINTANA (President)	12888 S.W. 17th Street, Miami, Florida
DANILO M. SANCHEZ (Vice-Pres.)	312 N.W. 82th Street, Miami, Florida
DANILO M. SANCHEZ (Secretary)	312 N.W. 82th Street, Miami, Florida
JOSE M. QUINTANA (Treasurer)	12888 S.W. 17th Street, Miami, Florida

ARTICLE XII - REGISTERED AGENT

The registered agent of the Corporation shall be:

NAME

ADDRESS

JOSE M. QUINTANA

12888 S.W. 17th Street
Miami, Florida 33184

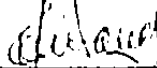
The registered office of the Corporation shall be:

12888 S.W. 17th Street
Miami, Florida 33184

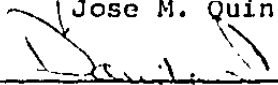
ARTICLE XIII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, ___ undersigned, being each of the original subscriber(s) to the capital stock hereinabove named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the Laws of Florida, do ___ make and file these Articles, hereby declaring and certifying that the facts herein stated are true and do ___ respectfully agree to take the number of shares hereinabove set forth, and hereunto ___ hand ___ and seals, this 17 day of September, 1996



Jose M. Quintana



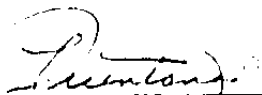
Danilo M. Sanchez

STATE OF FLORIDA)
COUNTY OF DADE) s s

BEFORE ME, the undersigned authority, personally
appeared

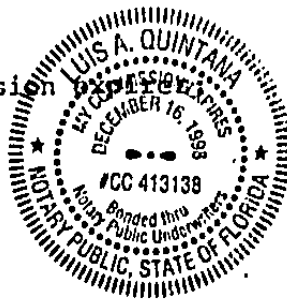
who ____ known to me to be the person(s) described in and who executed the foregoing Articles of Incorporation, and who, after being by me first duly sworn on oath, depose__and say__ and do __ acknowledge before me, that the said Articles to be the act and deed of signer __ respectively and respectfully, and the facts and matters therein set forth are true and correct.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 17 day of SEPT, 1996



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: _____
POWER SECURITY CITY, INC.

2. The name and address of the registered agent and office is: JOSE M. QUINTANA
12888 S.W. 17th Street
(P. O. Box not acceptable)
Miami, Florida 33184
(City/State/Zip)

SIGNATURE _____

(Corporate Officer)
Daniel M. Sanchez

TITLE Vice-President / Secretary

DATE September 17, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

Jose M. Quintana

DATE September 17, 1996