

P960000090567

Philip Howe Ray
TecRay Enterprises
1432 Mt. Laurel Drive
Winter Springs, Florida 32708-3839
October 28, 1996

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Attn:: Ms. Doris McDuffie, New Filings Section

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-10/31/96--01127--020
****122.50 ****122.50

Dear Ms. McDuffie,

Enclosed please find the original and one copy of Articles of Incorporation for TecRay Enterprises, Inc. Please also find my check #305 for \$122.50 as a filing fee.

As of last week, a telephonic check with "Corporate Information" at 904-488-9000 indicated that the name of the corporation appears to be unique. In addition, an SS-4 has been requested from the IRS telephonically. If there are other requirements of law or regulation that I must undertake immediately, I should hope that you will be kind enough to remind me in your response to this application.

Thank you very much for your kind assistance.

Sincerely yours,


P. H. Ray

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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TECRAY ENTERPRISES, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

TecRay Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1432 Mount Laurel Drive
Winter Springs, Florida 32708-3839

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares. Ninety shares will be in the name of the Registered Agent. Five shares will be in the name of each of the other two incorporators.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Philip H. Ray
1432 Mount Laurel Drive
Winter Springs, Florida 32708-3839

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Tommy J. Lenzini
2243 Westminster Terrace
Oviedo, Florida 32765

Philip H. Ray
1432 Mount Laurel Drive
Winter Springs, Florida 32708

Gilford G. Robinson
2607 Rangeley Court
Orlando, Florida 32835

ARTICLE VI DURATION

This Corporation shall have perpetual existence, commencing on the date of filing of these Articles or until formally dissolved by the Incorporators.

ARTICLE VII PURPOSE

The purpose of TecRay Enterprises, Inc., is to apply technology to the fields of health and security. The purpose includes marketing of technological devices for enhancing the security of persons and their property. It also includes providing cleaning services to create healthier environments as well as the design and development of computer software related to health providers and their general office management. Finally, it is the purpose of TecRay Enterprises to provide general management consulting services related to the exploitation of technology for health or security, both of physical facilities and of the employees of either businesses, agencies, or other organizations.

ARTICLE VIII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE IX PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash 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 at the price at which it is offered.

ARTICLE X INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than three or more than fifteen. The initial directors are the incorporators identified in Article V.

ARTICLE IX BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any by-laws adopted by the Board of Directors. The shareholders reserve the power to adopt by-laws and to prescribe in any by-laws that such by-laws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XII OFFICERS

The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents as the Board of Directors may deem desirable and proper in accordance with the Florida Business Corporation Act, and may take such action not inconsistent with the Articles of Incorporation and the by-laws of the corporation and the laws of the State of Florida as the Board of Directors may deem advisable for the conduct and operation of the business of the corporation.

ARTICLE XIII MEETINGS

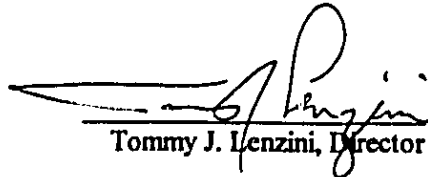
Meetings of shareholders and directors, including the time, place, and manner of calling such meetings, shall be fixed by the by-laws of the corporation.

ARTICLE IV AMENDMENT

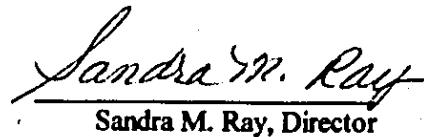
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Articles of Incorporation, TecRay Enterprises, Inc., October 28, 1996.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 28th day of October 1996.


Tommy J. Lenzini, Director


Philip. H. Ray, Director

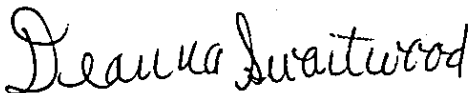

Sandra M. Ray, Director

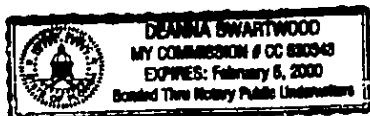
STATE OF FLORIDA

COUNTY OF SEMINOLE

Before me, the undersigned authority, this day personally appeared Tommy J. Lenzini, Philip H. Ray, and Sandra M. Ray, and acknowledged that they executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 28th day of October 1996.





CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 OCT 31 AM 10:33

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: TecRay Enterprises, Inc.
2. The name and address of the registered agent and office is:

Philip H. Ray
TecRay Enterprises, Inc.
1432 Mount Laurel Drive
Winter Springs, FL 32708-3839

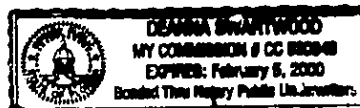
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Philip H. Ray

DATE:

October 28, 1996



Deanna Smartwood