

LAW OFFICES
MAUREEN O'DONNELL

15321 SOUTH DIXIE HIGHWAY • SUITE 209
MIAMI, FLORIDA 33157

TELEPHONE (305) 238-7768

FAX (305) 232-3417

PA7000002680

Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Metro Firearms Academy, Inc.
Our File Number: 95-1052

Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced entity. Please file these Articles at your earliest convenience and return a certified copy to this office in the Federal Express envelop (with Airbill) enclosed herein. We have enclosed our Trust Account Check in the amount of \$122.50 for the cost of filing.

Thank you for your prompt attention to this matter.

Sincerely yours,

Maureen O'Donnell
MAUREEN O'DONNELL
For the Firm

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MOD:md
Fed. Ex. Airbill #3285902546
Encl. Fed. Ex. Airbill #3285902550

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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697-403*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1997

MAUREEN O'DONNELL
15321 SOUTH DIXIE HWY
SUITE 209
MIAMI, FL 33157

SUBJECT: METRO FIREARMS ACADEMY, INC.
Ref. Number: W97000000403

We have received your document for METRO FIREARMS ACADEMY, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 397A00000826

ARTICLES OF INCORPORATION
OF
METRO FIREARMS ACADEMY, INC.

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97 JAN 10 PM 12:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber 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, Florida Statutes 607.001 et. seq., and the corporation so formed shall be for profit.

ARTICLE I-NAME

The name of the corporation shall be: METRO FIREARMS ACADEMY, INC.

ARTICLE II-TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence at the time of filing these Articles.

ARTICLE III-NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be development of consulting, training and all other business now or in the future lawful in the State of Florida or any other jurisdiction where the corporation transacts business.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or instruments to secure the payment of corporate indebtedness.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other

jurisdictions, states and countries.

To purchase the assets of other corporations and to engage in the business of that corporation or other business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage pledge, or otherwise acquire or dispose of the shares of capital stock of, any bonds, securities, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE IV-CAPITAL STOCK

The corporation is authorized to have outstanding at any one time twenty-five thousand (25,000) shares of stock having a par value of \$.01 (one cent) per share, all of the same class.

ARTICLE V-INITIAL PRINCIPAL OFFICE

The initial principal office and mailing address of the corporation shall be: 1950 NW 88th Court, Miami, Florida 33172.

ARTICLE VI-INITIAL REGISTERED OFFICE

The initial registered office of the corporation shall be: c/o MAUREEN O'DONNELL, 15321 S. Dixie Highway, Suite 209, Miami, Florida, 33157.

ARTICLE VII-INITIAL REGISTERED AGENT

The initial registered agent upon whom service of process shall be made is: MAUREEN O'DONNELL, 15321 S. Dixie Highway, Suite 209, Miami, Florida, 33157.

ARTICLE VIII-INITIAL DIRECTORS

This corporation shall have one (1) director initially. The

number of directors may be increased from time to time by the by-laws adopted by the stockholders. The names and post office addresses of the members of the first board of directors are: OSCAR PAZ, 1950 NW 88th Court, Miami, Florida 33172.

ARTICLE IX-INCORPORATORS

The name and post office address of the incorporator is: MAUREEN O'DONNELL, 15321 S. Dixie Highway, Suite 209, Miami, Florida, 33157.

ARTICLE X-AMENDMENTS

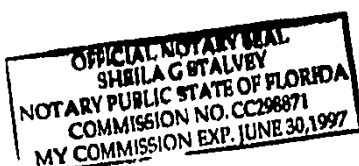
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

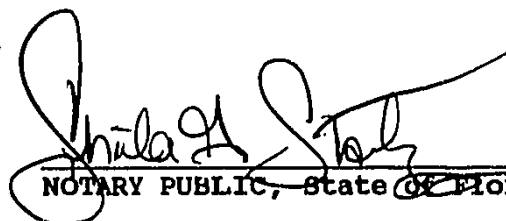

MAUREEN O'DONNELL

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MAUREEN O'DONNELL personally known to me and who after first being duly sworn says that she is the incorporator (subscriber) in and he executed the foregoing Articles of Incorporation and acknowledged that she subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the county and state aforesaid this 23rd day of December, 1996.




NOTARY PUBLIC, State of Florida

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in that capacity and agree to comply with applicable law.



MAUREEN O'DONNELL

FILED

97 JAN 10 PM 12:46

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**