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RICKEY L. FARRELL

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1595 S.E. Port St. Lucie Blvd.
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Tel: (561) 335-5455
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January 13, 1997

State of Florida
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700002059437--3
-01/15/97-01094-004
****122.50 ****122.50

Re: APPROVED FIRE & SECURITY, INC.

To Whom It May Concern:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Certificate Designating Registered Agent. Please file the original in your offices and return to us a certified copy of same. Return to: Rickey L. Farrell, Attorney at Law, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

I am enclosing a check in the amount of \$122.50 covering:

\$ 35.00 - Filing Fee
52.50 - Certified Copy
35.00 - Registered Agent Designation
\$122.50

Thank you for your cooperation in this matter.

Sincerely,

Elaine Bush

Elaine Bush, Secretary to
Rickey L. Farrell

enc.

C:\OFFICE\BUSH\RLFCORPORAT\NFCORP.LTR

Elaine Bush GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Corp. Name*
DATE *1/22/97*
DOC. EXAM *[Signature]*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 15 PM 12:24

**ARTICLES OF INCORPORATION
OF
APPROVED FIRE & SECURITY, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 15 PM 12: 24

ARTICLE I - NAME

The name of this corporation is Approved Fire & Security, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of this corporation is 2085 SE Hanford Road, Port St. Lucie, Florida 34952 and the name of the initial registered agent of this corporation is Rickey L. Farrell, Esquire, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than three Directors nor more than five. The names and addresses of the initial Board of Directors of this corporation is:

H. Elaine Bush
2085 SE Hanford Road
Port St. Lucie, Florida 34952

John A. Bush
2085 SE Hanford Road
Port St. Lucie, Florida 34952

William Andrews
1712-A Gulfstream Ave.
Fort Pierce, Florida 34949

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporators signing these articles are:

H. Elaine Bush
2085 SE Hanford Road
Port St. Lucie, Florida 34952


ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 10th day of January, 1997.



H. Elaine Bush, Incorporator

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared H. Elaine Bush, who has produced _____ as identification or who is personally known to me and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 10th day of January, 1997.

(SEAL)


, Notary Public

My Commission No:
My Commission Expires:



Tiffany Nicole Gonsalves
MY COMMISSION # CC508767 EXPIRES
November 7, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 15 PM 12: 24

In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that Approved Fire & Security, Inc., is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2085 SE Hanford Road, Port St. Lucie, Florida 34952, has named Rickey L. Farrell, Esquire, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952, as its agent to accept service of process within Florida.

Dated: 1/13/97


H. Elaine Bush, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.


RICKEY L. FARRELL
Registered Agent