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B. J. HELLER, P.A.
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116 East Concord Street
Orlando, FL 32801
(407) 843-3335

January 8, 1997

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

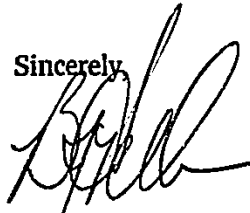
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****122.50 ****122.50

In re: GO SAFE, INC.

Gentlemen:

Enclosed are originals and one copy of Articles of Incorporation and Certificate of Registered Agent, together with our check for \$122.50 for filing. Please send the certified copy of the Articles to this office. Thank you.

Sincerely,



B. J. Heller

BJH/hs
Enclosures
cc: GO SAFE, Inc.

FILED
97 JAN 16 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
1/22/97

**FLORIDA
ARTICLES OF INCORPORATION
OF
GO SAFE, INC.**

FILED
97 JAN 16 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporations Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name and physical address of the Corporation shall be:

Go Safe, Inc.
5334 Bamboo Court
Orlando, Florida 32811-6738

ARTICLE II

TERM

The term of existence of the Corporation shall be perpetual.

ARTICLE III

GENERAL NATURE OF BUSINESS

The Corporation is in the business of marketing and distribution of various products throughout North America; purchasing and selling real estate; and pursuing such other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 7,500, all of which shall be common shares with par value of \$1.00. The amount of capital with which the Corporation shall commence business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

PREEMPTIVE RIGHT

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 5334 Bamboo Court Orlando, FL 32811-6738. The name of the initial registered agent at that address is William Kelly Bowman.

ARTICLE VII

DUTIES OF DIRECTORS

The Board of Directors shall constitute the governing body of this Corporation with power and authority to adopt or amend by-laws not inconsistent with any by-laws which may have been adopted by the stockholders and to transact any and all of the business of said Corporation, or to delegate such authority as they may deem expedient to any person or persons whom they may select; provided, that the general manner and method of purchasing, holding, handling and disposing of the property of the Corporation shall be first authorized by a majority of the stockholders. All details of plans or systems for the conduct of the business of the Corporation shall be set forth in the by-laws or shareholders agreements, and all business transacted or actions taken by the Board of Directors shall be in accordance with the laws of the State of Florida.

ARTICLE VIII
ELECTION OF DIRECTORS

The first Board of Directors of the Corporation shall consist of one (1) member.
The stockholders can, by a majority vote, change the number of directors.

The name and address of the only director on the first Board of Directors is:

William Kelly Bowman
5334 Bamboo Court
Orlando, Florida 32811-6738

ARTICLE IX
INCORPORATOR

The name and address of the incorporator is:

William Kelly Bowman
5334 Bamboo Court
Orlando, Florida 32811-6738

ARTICLE X
COMMENCEMENT OF EXISTENCE

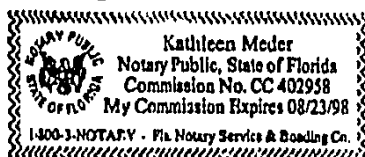
The Corporation shall be deemed to commence its existence immediately upon filing with the Secretary of State.

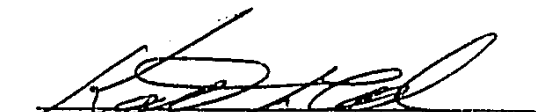

William Kelly Bowman

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 13 day of January, 1997, by William Kelly Bowman, who has produced a Florida Driver's License number 4304235 as identification and who did take an oath.

[SEAL]




Notary Public

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

GO SAFE, INC.


FILED
97 JAN 16 PM 1:45
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First -- That, GO SAFE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named William Kelly Bowman of 5334 Bamboo Court, Orlando, FL 32811-6738 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

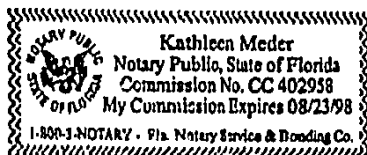
Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

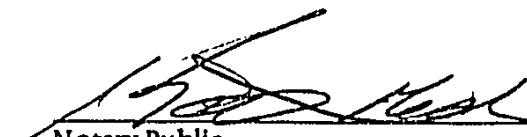

William Kelly Bowman
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this _____ day of January, 1997, by William Kelly Bowman, as Registered Agent of GO SAFE, INC., a Florida corporation, on behalf of the corporation who has produced a Florida Driver's License number 4324235 as identification and who did take an oath.

[SEAL]




Notary Public