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1847 Englewood Road, Suite#198, Englewood, Florida 34223

Telephone:(941)356-1588. Fax:(941)485-9471.



" SPIES LIKE US " .

INVESTIGATIVE SERVICES

" Where the world turns for innovative thinking "



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FILED
97 MAR -6 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
"Spies Like Us" Investigative Services, Incorporated

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall be: "Spies Like Us" Investigative Services, Incorporated, A Florida Corporation.

ARTICLE II

CORPORATE PURPOSES: The Corporate purposes are:

To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida. To purchase, sell, lease, let, demise, and/or subdivide all real or personal property wheresoever situate; to make, purchase or sell materials for the construction of buildings; to erect buildings, to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders, developers, subdivider and contractors, for the purposes of building, erecting, altering, repairing, or doing any other work in connection of any and all classes of buildings and improvements to real property of any kind or nature whatsoever and in the connection with the division, subdivision, and the development of real property, including the locating, laying out and construction of roads, avenues, docks, slips, sewers, bridges, wells, walls, sea walls, canals and water and sewer plants, and in general to do and perform all of the foregoing in connection with all classes of buildings, erections and works, both public and private, or integral parts thereof.

To conduct a general brokerage, agency and commission business in the purchase, leasing, sale and the management of real estate and improvements for others and negotiation of loans and contracts concerning the same; to purchase and sell for others, personal property, stocks, bonds and notes to negotiate loans thereon for others; to act as Trustee of Deeds of Trust of Mortgages on real or personal property or any evidence of value to secure the same.

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 other instruments as are necessary to secure the payment of corporate indebtedness.

To purchase the corporate assets of any other corporation, and engage in the same or other character of business.

To loan the monies of the corporation and to take back mortgages as security therefor on both real and personal property.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporations 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.

To act as nominee or agent for the purpose of land acquisition, development, sales and financing.

To act as a General Partner in Limited Partnerships which will engage in activities contemplated by this Article and to perform all services necessary and desirable in connection therewith, and to act as nominee for the purpose of acquiring, financing and transferring real and personal property.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone, cemetery, professional engineering or surveying company, mutual fire insurance association, cooperative loan association, fraternal benefit society, state fair or exposition.

ARTICLE III

CAPITAL STOCK: The shares of stock of this corporation shall consist of only one class. The maximum number of shares of Stock that this Corporation is authorized to have outstanding at any one time is: Five Hundred (500) shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business will not be less than \$500.00.

ARTICLE V

TERM OF EXISTENCE: This corporation is to exist perpetually.

ARTICLE VI

REGISTERED OFFICE AND AGENT: The initial street address of the registered office of this Corporation in the State of Florida is: 1847 Englewood Road, Suite 198, Englewood, Florida 34223. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent at the aforesaid address shall be M. M. Reeve. The Mailing address of the Corporation is the same as the Registered Office.

ARTICLE VII

DIRECTORS: This Corporation shall have one (1) Director. The number of Directors may be modified from time to time by the Bylaws adopted by the Stockholders.

ARTICLE VIII

INITIAL DIRECTORS: The name and the street address of the first Board of Directors is:

Margaret M. Reeve	1847 Englewood Road
	Suite 198
	Englewood, FL 34223

ARTICLE IX

INCORPORATOR: The name and street address of the incorporator of these Articles of Incorporation is as follows:

Margaret M. Reeve	1847 Englewood Road
	Suite 198
	Englewood FL 34223

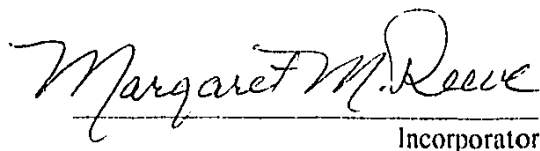
ARTICLE X

SHAREHOLDER'S PREEMPTIVE RIGHTS: The Corporation elects to have preemptive rights and each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any unissued or treasury shares.

ARTICLE XI

AMENDMENT: These Articles of Incorporation may be amended by Resolution adopted by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholder's Meeting by a majority of the Stock entitled to vote thereon.

The undersigned Incorporator has executed these articles this Third day of March in the Year 1997.


Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

"Spies Like Us"
Investigative Services Inc.

2. The name and address of the registered agent and office is:

M. M. REEVE

1847 Englewood Rd. #19
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Englewood FL 34223
(CITY/STATE/ZIP)

FILED
97 MAR -6 PM 12:55
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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.

M. M. Reeve
(SIGNATURE)

3-3-97
(DATE)