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ACCOUNT NO. : 072100000032

REFERENCE : 317465 80510A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
97 APR -3 AM 11:16
TALLAHASSEE, FLORIDA

ORDER DATE : April 3, 1997

ORDER TIME : 9:58 AM

ORDER NO. : 317465-005

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CUSTOMER NO: 80510A

-04/03/97--01026--028
****122.50 ****122.50

CUSTOMER: Sam T. Steger, Esq.
STEGER & STEGER, P.A.

1st Union Nat'l Bank Building
301 East Ocean Blvd., Ste. 310
Stuart, FL 34994

DOMESTIC FILING

NAME: AUTOMATED GATES-ENTRY
SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS: _____

RECEIVED
97 APR -3 AM 10:36
DIVISION OF CORPORATION

8N APR - 3 1997

STEGER & STEGER, P.A.

ATTORNEYS • AT • L A A

SAM T. STEGER

*Board Certified in Estate Planning and Probate
Board Certified in Real Estate Law*

KAREN O'BRIEN STEGER

Board Certified in Marital and Family Law

JANET R. SCHAFFER

Suite 310
First Union Bank Bldg.
301 East Ocean Blvd.
Stuart, FL 34994
(561) 287-8888
FAX: (561) 220-3518

April 2, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

HAND DELIVERED

Re: Automated Gates-Entry Systems, Inc.

Dear Sirs:

Enclosed are the following items in connection with the above corporation:

1. Original and one copy of the Articles of Incorporation.
2. Our check in the amount of \$122.50 representing the filing fee, certified copy charge, designation of registered agent and charter tax.

Please file the enclosed articles and forward a certified copy to this office.

Very truly yours,


Sam T. Steger

STS/hs
Enclosures
cc: Mr. Michael Novik

ARTICLES OF INCORPORATION
FOR
AUTOMATED GATES-ENTRY SYSTEMS, INC.

FILED

97 APR -3 AM 11:16

TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation pursuant to Chapter 607 of the Florida Statutes.

ARTICLE ONE

NAME

The name of this corporation shall be AUTOMATED GATES-ENTRY SYSTEMS, INC.

ARTICLE TWO

DURATION

This corporation shall have perpetual existence.

ARTICLE THREE

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

ARTICLE FIVE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is: 301 East Ocean Boulevard, Suite 310, Stuart, Florida 34994. The name of the initial registered agent of this corporation at that

ARTICLE SIX

DIRECTORS

This corporation shall have one (1) director constituting its initial board of directors. The number of directors may be either increased or diminished from time to time by the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial member of the board of directors is:

Michael Novik - 609 S.W. Bittern Way
Palm City, Florida 34990

ARTICLE SEVEN

INCORPORATORS

The name and address of the individual signing these Articles of Incorporation as incorporator is:

Michael Novik - 609 S.W. Bittern Way
Palm City, Florida 34990

ARTICLE EIGHT

PRINCIPAL OFFICE

The principal office of the corporation is: 609 S.W. Bittern Way, Palm City, Florida 34990. The mailing address of the corporation is: 609 S.W. Bittern Way, Palm City, Florida 34990.

ARTICLE NINE

INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock

ARTICLE ELEVEN

AMENDMENTS TO ARTICLES AND BY-LAWS

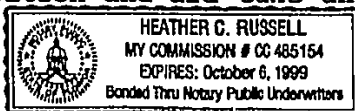
The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the by-laws of this corporation shall be reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 2nd day of April, 1997.

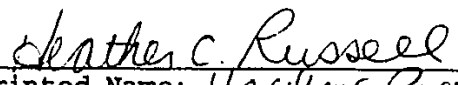

MICHAEL NOVIK

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 2nd day of April, 1997, by MICHAEL NOVIK, who is personally known to me or produced a ^{Michigan} ~~Florida~~ driver's license as identification and did take an oath.



(NOTARY SEAL)


Printed Name: Heather C. Russell
NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation, AUTOMATED GATES-ENTRY SYSTEMS, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 2nd day of April, 1997.

FILED
27 APR - 3
MARTIN