

LAW OFFICES

*Joseph A. Ferrara*

3121 Ponce de Leon Boulevard, Coral Gables, Florida 33134

Tel: (305) 444-7367

April 7, 1997

SECRETARY OF STATE  
STATE OF FLORIDA  
TALLAHASSEE, FLA. 32301

ATTENTION: CORPORATE DIVISION

RE: NU-TEK PROTECTION SERVICES CORP.

TO WHOM IT MAY CONCERN:

100002141041--9  
-04/11/97--01113--014  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Enclosed is the executed original and copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the executed copy and return it to me.

Enclosed is a check for \$122.50 in payment of the following costs:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent Designation	35.00
<b>TOTAL</b>	<b>\$122.50</b>

Sincerely yours,

*Joseph A. Ferrara*  
JOSEPH A. FERRARA

APR 14

FILED  
97 APR 11 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BSB

JAF/f  
Encls.

ARTICLES OF INCORPORATION  
OF  
NU-TEK PROTECTION SERVICES CORP.

**FILED**  
97 APR 11 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and does form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Nu-Tek Protection Service Corp.

ARTICLE II

The location of its principal office in the State of Florida is 3121 Ponce de Leon Blvd., Coral Gables, Florida 33134, but it shall have the power to establish and maintain branch offices at such cities and towns in the State of Florida and the United States or foreign countries as said corporation may from time to time determine.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States, State of Florida or foreign country.

ARTICLE IV

The authorized capital stock of this corporation shall be One Hundred (100) Shares of Common Stock having a par value of \$5.00 per share.

ARTICLE V

The corporation is to exist perpetually.

ARTICLE VI

The capital with which this corporation shall begin business is FIVE HUNDRED DOLLARS (\$500.00) or any amount in excess thereof.

ARTICLE VII

The name and post office address of the subscriber to these Articles of  
Incorporation : Marcelo Falero  
21374 S.W. 112 Ave., Apt. 103  
Miami, Florida 33189

ARTICLE VIII

This corporation shall have ( 1 ) Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders. None of the Directors shall be required to be Stockholders or a resident of the State of Florida.

ARTICLE IX

The name and post office address of the member of the First Board of  
Directors and Officer : Marcelo Falero, President  
21374 S.W. 112 Ave., Apt. 103  
Miami, Florida 33189

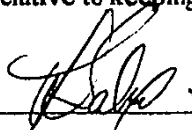

#### ARTICLE X

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 by the Stockholders' meeting by a majority of the Stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

#### ARTICLE XI

That Nu-Tek Protection Services Corp. is desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 3121 Ponce de Leon Blvd., Coral Gables, Fla. 33134, and has named Marcelo Falero as its Registered Agent to accept service of process within this with his office located at 3121 Ponce de Leon Blvd., Coral Gables, Florida 33134.

Having being named to accept service of process for the above stated corporation at the 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 this office.

 Registered Agent  
 Incorporator

STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )

FILED  
97 APR 11 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME , the undersigned authority, personally appeared MARCELO FALERO to me known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation for the purpose therein expressed. Who produced I.D. \_\_\_\_\_

WITNESS my hand and official seal at Coral Gables, Florida,  
this 7<sup>TH</sup> day of APRIL, 1997.

  
NOTARY PUBLIC, State of Florida

My Commission Expires:

