JAMES T. HUMPHREY GEORGE H. KNOTT* GEORGE L. CONSOER, JR.** MARK A. EBELINI GAREY F. BUTLER THOMAS B. HART MARK A. HOROWITZ

*Board Certified Civil Trial Lawyer

**Board Certified Real Estate Lawyer

June 3, 1997

PROFESSIONAL ASSOCIATION ATTORNEYS - AT - LAW

1625 HENDRY STREET (33901) P. O. BOX 2449 FORT MYERS, FLORIDA 03902-2449

TELEPHONE (941) 334-2722

TELECOPIER (941) 334-1446

THOMAS H. FAULK, JR. MATTHEW D. UHLE H. ANDREW SWETT SRINI R. MEDI CHRISTIAN T. VAN HISE

DIRECTOR OF ZONING AND LAND USE PLANNING MICHAEL E. ROEDER, AICP

400002202704--5 -06/05/97--01045--006

****122.50 ****122.50

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32311

Re:

Local Lookout, Inc. Articles of Incorporation

Dear Sir/Madam:

Enclosed please find two originals of the Articles of Incorporation on behalf of Local Lookout, Inc. together with a check in the amount of \$122.50, filing fee. Upon filing, please return one stamped original to me in the self-addressed envelope provided for your convenience.

Thank you for your assistance.

Sincerely yours, HUMPHREY & KNOTT, P.A.

TBH:pw Encls:

ce:

Mr. and Mrs. Miller (w/enc.)

OF

97 JUN -5 PM 1: 45

LOCAL LOOKOUT, INC.

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME: The name of this corporation shall be LOCAL LOOKOUT, INC.

ARTICLE II.

ADDRESS: The mailing address of this corporation is 9100 Bayberry Bend, No. 201, Fort Myers, Florida 33908.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI.

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation is: Ruth Ann Miller, 9100 Bayberry Bend, No. 201, Fort Myers, Florida 33908.

ARTICLE VII.

DIRECTORS: The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VIII.

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of

the corporation or until their successors have been elected and qualified are:

NAME	ADDRESS
Ruth Ann Miller	9100 Bayberry Bend, No. 201 Fort Myers, Florida 33908
Frank G. Miller	9100 Bayberry Bend, No. 201 Fort Myers, Florida 33908

ARTICLE IX.

INCORPORATORS: The names and addresses of the incorporators to these Articles of Incorporation are as follows:

NAME	ADDRESS
Ruth Ann Miller	9100 Bayberry Bend, No. 201 Fort Myers, Florida 33908
Frank G. Miller	9100 Bayberry Bend, No. 201 Fort Myers, Florida 33908

ARTICLE X.

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI.

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

The undersigned incorporators have executed this Articles of Incorporation this and day of week, 1997.

Ruth Ann Miller

Frank G. Miller

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 JUN -5 PH 1:45

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LOCAL LOCKOUT, INC., at the place designated in the Articles of Incorporation, Ruth Ann Miller, agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of her duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: June 2 , 1997

Ruth Ann Miller