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June 9, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 13 PM 2:41

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Second Chance Academy and Security Inc.

Dear Sir/Madame:

Please file the enclosed Articles of Incorporation for the above mentioned name which is already reserved. Please forward to me a stamped copy of the Articles of Incorporation along with a receipt in the enclosed stamped envelope.

Please do not hesitate to contact me if you have any questions on this matter.

Sincerely,

Arnie B. Gruskin
ARNIE B. GRUSKIN

AGB:jk
Enc.

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File 13/97

ARTICLES OF INCORPORATION

OF

SECOND CHANCE ACADEMY AND SECURITY INC.

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ARTICLE I - NAME

The name of the corporation is SECOND CHANCE ACADEMY AND SECURITY INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares at no par value common stock which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principle office of this corporation is:

3500 North State Road 7
Lauderdale Lakes, Florida 33319

and the name of the registered agent of this corporation and his address is:

Willie Jones
3836 Northwest 34th Street
Lauderdale Lakes, Florida 33309

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws which shall never be less than one. The name and address of the person who is to serve as a member of the initial Board of Directors of this corporation is:

Willie Jones
3836 Northwest 34th Street
Lauderdale Lakes, Florida 33309

ARTICLE II - INCORPORATORS

The name and address of the person signing these Articles are:

Willie Jones, 3836 Northwest 34th Street, Lauderdale Lakes,
Florida 33309

ARTICLE VIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 5th day of June, 1997.

Willie Edward Jones
WILLIE JONES, President

STATE OF Florida
COUNTY OF Broward

I HEREBY CERTIFY that on the 5th day of June, 1997, personally appeared before me, an officer duly authorized to

administer oaths and take acknowledgments, Willie Edward Jones who is personally known to me or who produced FL Drivers license 1520-885-42-110-0 as identification and who did/did not take an oath. He has executed the foregoing Articles of Incorporation of SECOND CHANCE ACADEMY AND SECURITY INC. and he acknowledged that he signed and executed the same for the purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at _____

_____ this 5th day of June, 1997.



JENNIFER L. KOLM
COMMISSION # CC 511575
EXPIRES NOV 26, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.
(S E A L)

Jennifer L. Kolm
(Signature of Notary Public)

Jennifer L. Kolm
(Typed or printed name of Notary)

Notary Public
(Title or Rank)

CC 511575 11-26-99
(Commission Number & Expiration)

First that SECOND CHANCE ACADEMY AND SECURITY INC. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 3500 North State Road 7, Lauderdale Lakes, Florida 33319, State of Florida, has named WILLIE JONES, located at 3836 Northwest 34th Street, Lauderdale Lakes, Florida 33309, State of Florida, as its agent to accept service of process within Florida.

Signature: Willie Edward Jones
WILLIE JONES

Title: President

Date: June 5, 1997

Having been named to accept Service of Process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Willie Edward Jones
WILLIE JONES

Date: June 5, 1997

STATE OF FLORIDA)
COUNTY OF Broward) SS:

The foregoing instrument was acknowledged before me, this 5th day of June, 1997, by Willie Edward Jones, who is personally known to me or who has produced FL Drivers license 1520-885-42-10-0 as identification and who did/did not take an oath.



JENNIFER L. KOLM
COMMISSION # CC 511575
EXPIRES NOV 25, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

(S E A L)

Jennifer L. Kolm
(Signature of Notary Public)

Jennifer L. Kolm
(Typed or printed name of Notary)

Notary Public
(Title or Rank)

CC 511575 11-26-99
(Commission Number & Expiration)

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