

P97000055803

V. Musall
1120 Aletha Avenue
Pt. Charlotte, FL 33948

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #) 300002220123--7
-06/23/97--01127--012
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- 3. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 25 11:10:12

Examiner's Initials g 6/25/97

EFFECTIVE DATE

6/20/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 22 11:10:12

ARTICLES OF INCORPORATION
OF
LOCKSMART, INC.

I (We), the undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME & DURATION

The name and address of the corporation shall be

LOCKSMART, INC.
1120 Aletha Avenue NW
Port Charlotte, FL 33948

This corporation shall have perpetual existence.

ARTICLE II

PURPOSES

The corporation is organized for the following purposes:

1. To engage in the sales and service of the locksmith trade and related products, and
2. To engage in or transact any other lawful trade or business.

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.167 of the Florida General Corporation Act, the existence of this corporation shall commence on the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE IV

CORPORATE STOCK

This corporation shall have an authorized capital of 100 shares of common stock with a par value of \$ 1.00 per share.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of the corporation shall be:

Vickie L. Musall

and the office of its initial registered agent shall be at:

1120 Aletha Avenue NW
Port Charlotte, FL 33948

ARTICLE VI

RESTRICTION ON TRANSFER OF STOCK

If, at any time, a majority or more of the shareholders of the corporation enter into an agreement between and among themselves and the corporation to restrict transfer of the stock of the corporation, the corporation shall thereafter refuse to recognize

any transfer of stock of the corporation unless the same is in conformity with the terms and conditions of the agreement. The preceding sentence shall not apply unless a copy of such agreement is on file in the principal office of the corporation, and unless notice of the existence of such restrictions is noted conspicuously on the face or back of the certificates of stock. For purposes of this paragraph; the term "transfer" includes any sale, assignment or pledge of stock of the corporation.

ARTICLE VII

MANAGEMENT OF CORPORATE AFFAIRS

The corporation shall have a board of directors consisting of up to five directors. The name(s) and address(es) of the initial director(s) of this corporation are:

VICKIE L. MUSALL

Post Office Box 2998

Port Charlotte, FL 33949-2998

KUYLER A. KEFFER

Post Office Box 510928

Punta Gorda, FL 33951-0928

ARTICLE VIII

INCORPORATOR(S)

The name and address of the initial incorporator(s) are:

VICKIE L. MUSALL

1120 Aletha Avenue NW
Port Charlotte, FL 33948

KUYLER A. KEFFER

Post Office Box 510928
Punta Gorda, FL 33951-0928

ARTICLE IX

BY-LAWS

The power to make, alter, amend, and rescind the by-laws of the corporation shall be reserved to the stockholders of the corporation.

ARTICLE X

AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

ARTICLE XI

INDEMNIFICATION

The corporation shall indemnify any officer or former officer to the full extent permitted by law.

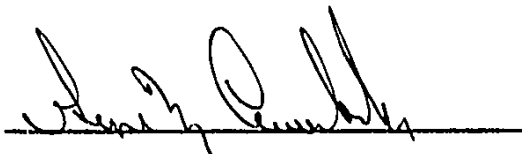
IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20th day of June, 1997.

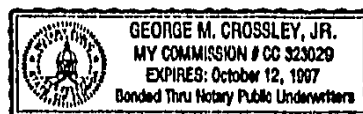


Vickie L. Musall



Kuyler A. Keffer





FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 23 AM 10:12

Vickie L. Musall
1120 Aletha Avenue NW
Pt Charlotte, FL 33948
(941) 624-5778 FAX: (941) 624-2889

June 20, 1997

To Whom It May Concern:

This letter is to acknowledge that I hereby am familiar with and accept the duties and responsibilities as registered agent for: "LOCKSMART, INC."

Thank you very much.

Respectfully,

Vickie L. Musall

Vickie L. Musall

VM