

**ARTICLES OF INCORPORATION
OF
MOUNT ZION PROTECTION, INC.**

FILED
97 JUL 15 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of the corporation is MOUNT ZION PROTECTION, INC. The address of the principal office and the mailing address of the corporation is 2124 N.E. 174th street, North Miami Beach, Florida 33162.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One thousand(1,000) shares of common stock, all of which are to have a par value of One dollar (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgement of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of the unissued or treasury shares of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may b done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V- INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

<u>Name</u>	<u>Address</u>
Miguel A. Irizarry	1300 W. 53 rd Street Apt. #5 Hialeah, Fl 33012

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VII - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two persons. The number of directors may either increased or decreased from time to time as provided for the bylaws of this corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Miguel A. Irizarry	1300 W. 53 rd street Apt.#5 Hialeah, Fl 33012
Thomas Martinez, Jr.	2124 N.E. 174 th street North Miami Beach, Fl 33162

ARTICLE VIII

OFFICERS

The following persons are elected to the offices set forth below opposite their respective names to serve for a period of one year or until their successors are duly elected:

Thomas Martinez, Jr. - President
Miguel A. Irizarry - Vice-President
Thomas Martinez, Jr.- Secretary
Miguel A. Irizarry - Treasurer

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation as incorporators are:

<u>Name</u>	<u>Address</u>
Miguel A. Irizarry	1300 W. 53 rd street Apt. # 5 Hialeah, Fl 33012
Thomas Martinez, Jr.	2124 N.E. 174 th street North Miami Beach, Fl 33162

ARTICLE X - BYLAWS

The power to alter, amend or repeal the bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.


ARTICLE XI - INDEMNIFICATION

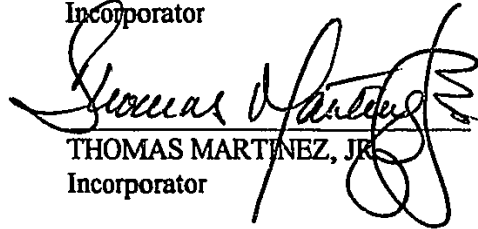
This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said articles.

IN WITNESS WHEREOF, the undersigned have executed the Articles of Incorporation this 14 day of July, 1997


MIGUEL A. IRIZARRY
Incorporator


THOMAS MARTINEZ, JR.
Incorporator

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of section 607.0501 of the Florida Statutes.


MIGUEL A. IRIZARRY
Registered Agent.

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