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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: MURAI, WALD, BIONDO, MORENO, P.A.
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NAME: THE GREAT PROTECTOR, INC.

AUDIT NUMBER.....H97000011676

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

THE GREAT PROTECTOR, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is THE GREAT PROTECTOR, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of Common Stock of a par value of \$1.00 per share. Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. There shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities. Except as otherwise

PREPARED BY:
Linda Marie Mulhall
2620 Trapp Avenue West
Miami, FL 33133
(305) 358-5900

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specifically required by law, or except as specifically provided in these articles of incorporation, all matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial registered office of the corporation in the State of Florida is 4131 Crawford Avenue, Miami, Florida 33133 and the name of the initial registered agent of this corporation at that address is Keith Wyness. The Principal Office and/or mailing address will be the same as the Registered Office.

ARTICLE VI
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Keith Wyness at 4131 Crawford Avenue, Miami, Florida 33133.

ARTICLE VII
BYLAWS

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

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

ARTICLE X
INITIAL BOARD OF DIRECTORS

The corporation shall have (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The names and street addresses of the initial directors are:

Keith Wyness
4131 Crawford Avenue
Miami, Florida 33133

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of July, 1997

By: 

Keith Wyness
Incorporator

STATE OF FLORIDA)
) : ss.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this
16th day of July, 1997 by KEITH WYNES, as
THE GREAT PROTECTAR INC., of MIAMI FLA., on
behalf of the corporation. He/She is personally known to me or
has produced FL DL W520500565860 as identification.

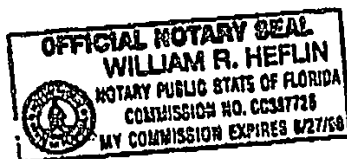
William R. Heflin

NOTARY PUBLIC, STATE OF FLORIDA

Print name: _____

Commission No.: _____

My Commission expires:



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CERTIFICATE OF REGISTERED AGENT
OF
THE GREAT PROTECTOR, INC.

Pursuant to Fla. Stat. §607.0501 the following is submitted:

That The Great Protector, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Keith Wyness, located at 4131 Crawford Avenue, Miami, Florida 33133, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 16 day of July, 1997.

By: _____

Name: _____

Title: _____

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