

Charter Number Only

10/17/97
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VALIDATION ONLY

Requestor's Name
Address
City State ZIP Phone

PBR

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-10/20/97--01004--028
****122.50 ****122.50

CORPORATION(S) NAME

Safe Guard America Corp.



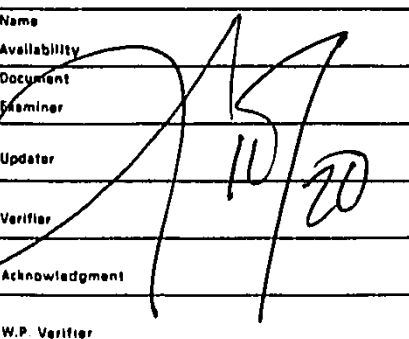
Empire Toll Free: 1-800-432-3028

97 OCT 20 PM 12:00
FILED

97 OCT 20 PM 12:03
DIVISION OF CORPORATION

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Certified copy

Name	 10/20
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CR2E031 (R8-85)

**ARTICLES OF INCORPORATION
OF
SAFE GUARD AMERICA CORP.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

Name

The name of the corporation shall be:
SAFE GUARD AMERICA CORP.

ARTICLE TWO

Principal Place of Business

The principal place of business and mailing address of the corporation shall be:
1325 So. Congress Avenue, Suite 210, Boynton Beach, Florida 33426.

ARTICLE THREE

Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred with a par value of One Dollar (\$1.00) per share.

ARTICLE FOUR

Initial Registered Agent

The name and address of the initial registered agent is: **George W. Mathews III, Esquire, Suite 104, 1325 So. Congress Avenue, Boynton Beach, Florida 33426.**

ARTICLE FIVE

Incorporators

The names and addresses of the incorporators of this corporation and to these Articles of Incorporation are:

Paul Raucci, Suite 210, 1325 So. Congress Avenue, Boynton Beach, Florida 33426

Anthony Raucci, 14 Minot Place, Newton, Massachusetts 02160

John McKenna, 960 So. Main Street, Middletown, Connecticut 06457

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ARTICLE SIX

Notice

Any notice required under these Articles, the Corporation's Bylaws or the law of the State of Florida or of the United States, unless otherwise prohibited by law, may be written or oral and delivered in person or by mail, delivery service, telephone, facsimile or other electronic device.

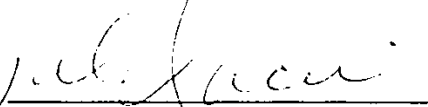
ARTICLE SEVEN

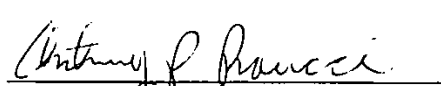
Directors and Officers

The initial Directors and Officers of the corporation shall be:

Anthony Raucci, President
Paul Raucci, Vice President/Treasurer
John McKenna, Secretary

The undersigned have executed these Articles of Incorporation this 25 day of September, 1997.


Paul Raucci, Incorporator


Anthony Raucci, Incorporator


John McKenna, Incorporator


**DESIGNATION OF RESIDENT AGENT
AND
ACCEPTANCE**

Pursuant to the provisions of Florida Statute 607.0501, the within named corporation, whose authorized incorporator or agent has signed below, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is:
SAFE GUARD AMERICA CORP.
2. The name and address of the registered agent and office is:

GEORGE W. MATHEWS III, ESQUIRE
Suite 104, 1325 So. Congress Avenue
Boynton Beach, Florida 33426

FOR SAFE GUARD AMERICA CORP.:


Anthony Raddici, President

September 25th, 1997

ACCEPTANCE

Having been named as registered agent and to accept service of process for and on the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


GEORGE W. MATHEWS III, Registered Agent

Oct 10, 1997

97 OCT 20 PM 12:00

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