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WALTERS AND SVENDSEN, P.A.

Certified Public Accountants

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October 20, 1997

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

Enclosed are the Articles of Incorporation of ACME Locksmith Service and Access Control Systems, Inc.
and my check for \$122.50 to cover the various fees.

Would you please register this corporation for me?

Thank you for your help.

Sincerely,

Kenneth R. Walters

Kenneth R. Walters, C.P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 AM 9:15

cf 10/24/97

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 AM 9:15

Acme Locksmith Service and Access Control Systems, Inc.

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby acts as an incorporator to form a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is:

Acme Locksmith Service and Access Control Systems, Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of the filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent and office of the corporation is 1927 So. 14th Street, Fernandina Beach, FL 32034 and the name of the initial registered agent at that address is John L. Brauda. The signature of John L. Brauda, as incorporator of Acme Locksmith Service and Access Control Systems, Inc., indicates that he accepts the duties and obligations of the position of registered agent.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall initially have two directors. The number of directors may be either increased or diminished from time to time, as provided by the By-Laws. The names and addresses of the members of the first Board of Directors is:

John L. Brauda Chairman

Pamela T. Brauda Secretary

Same

ARTICLE VII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

1927 So. 14th Street

Fernandina Beach, FL 32034

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

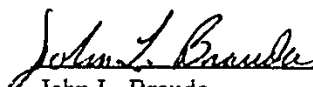
John L. Brauda

The incorporator of the corporation assigns to this corporation the rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective of the date existence begins.

ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 10th day of October, 1997.


John L. Brauda

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CLERK OF STATE
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