



Reynolds & Stowell
ATTORNEYS AT LAW

*** BRYAN W. REYNOLDS
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P97000103581

December, 1997

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

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-12/08/97--01119--025
***122.50 ***122.50

RE: Incorporation of: PROFESSIONAL SECURITY & STAFFING,
INC.

To Whom It May Concern,

Enclosed please find the Articles of Incorporation on the above referenced matter. Also attached is the Certificate of Designation of Registered Agent. Finally, enclosed please find a check in the amount of \$122.50 representing the following:

- | | | |
|----|-------------------------------|---------|
| 1. | Filing Fees: | \$35.00 |
| 2. | Registered Agent Designation: | \$35.00 |
| 3. | Certified Copy: | \$52.50 |

Please contact this office if you have any questions regarding this matter. Thank you for your time and attention to this matter.

Sincerely,

RANDY L. STOWELL, ESQUIRE

Enclosures

FILED
7 DEC -8 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-12-97

9700 9TH STREET NORTH
SUITE 200
ST PETERSBURG FL 33702
TEL (813) 570-4660
FAX (813) 570-4665

* Certified Circuit Civil Court Mediator
* Board Certified Civil Trial Attorney
* Also Licensed in Pennsylvania
** Also Licensed in Minnesota & Iowa

REYNOLDS
& STOWELL
IS A
PROFESSIONAL
ASSOCIATION



FILED
97 DEC -8 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

PROFESSIONAL SECURITY & STAFFING, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

PROFESSIONAL SECURITY & STAFFING, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

400 1ST STREET SOUTH
ST. PETERSBURG, FLORIDA 33701

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) SHARES OF COMMON STOCK
HAVING A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

KENNETH W. MILBURN
245 11TH AVENUE N.E.
ST. PETERSBURG, FL 33701

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

KENNETH W. MILBURN
245 11TH AVENUE N.E.
ST. PETERSBURG, FL 33701

The undersigned has(have) executed these Articles of Incorporation this 3rd day of December, 19 97.

KW Milburn / President
Signature/Title

STATE OF Pinellas
COUNTY OF Florida

BEFORE ME, the undersigned authority, personally appeared Ken W. Milburn, and _____ who executed the foregoing and said that the information contained therein is true and correct to the best of his/her knowledge and belief.

DATED this 3 day of December, 19 97.

BRYAN W. REYNOLDS
COMMISSION # CC 535702
EXPIRES FEB 27, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

BWR

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

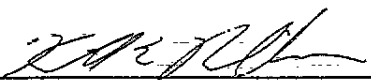
1. The name of the corporation is: PROFESSIONAL SECURITY & STAFFING, INC.

2. The name and address of the registered agent and office is:

KENNETH W. MILBURN
(NAME)
245 11th AVENUE N.E.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)
ST. PETERSBURG, FLORIDA 33701
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for 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.


(SIGNATURE)

12/04/97
(DATE)