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Secretary of State
Department of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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****122.50 ****122.50


Dear Sir:

Enclosed please in the following documents:

1. An original and one copy of the Articles of Incorporation for the proposed corporation of ULTIMATE DEFENSIVE, INC.
2. An original and one copy of the Certificate designating Registered Agent and Office for service of process within the State of Florida.
3. Check #1167 in the amount of one hundred twenty two dollars fifty cents (\$122.50) to cover the cost of filing.

Please certify the enclosed copies and return to the same address designated below.

Sincerely,


Denise Porga
President

Ultimate Defensive, Inc.
16639 Scheer Blvd.
Hudson, FL 34667
(813) 861-2677

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

11-24-97
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WS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 24, 1997

ULTIMATE DEFENSIVE, INC.
16639 SCHEER BLVD.
HUDSON, FL 34667

SUBJECT: ULTIMATE DEFENSIVE, INC.
Ref. Number: W97000026496

We have received your document for **ULTIMATE DEFENSIVE, INC.** and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 997A00056225

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
ULTIMATE DEFENSIVE, INC.

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

ARTICLE I-NAME

The name of the corporation shall be ULTIMATE DEFENSIVE, INC. and the mailing address of the corporation shall be 16639 Scheer Blvd. , Hudson, FL 34667.

ARTICLE II - DURATION

The period of duration of this corporation is perpetual beginning on the 12th day of November, 1997.

ARTICLE III - NATURE OF BUSINESS

The general character or nature of the business of the corporation to be transacted is; security product sales for the private and public sector, and any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - REGISTERED AGENT

The initial Registered Agent of the corporation is Denise Porga; and the street address of the initial Registered Office of the corporation is; 16639 Scheer Blvd. , Hudson, FL 34667.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding a maximum of one thousand (1,000) shares of common stock having par value of ten cents (\$0.10) per share.

ARTICLE VI - INITIAL DIRECTOR

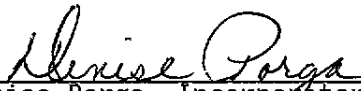
Denise Porga
16639 Scheer Blvd.
Hudson, FL 34667

The above named person shall serve as Director of the corporation for the first year of existence or until successors have been suitably elected or appointed and qualified.

ARTICLE VII - AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Board of Directors in the manner provided by law.

IN WITNESS WHEREOF, the undersigned as Incorporator has executed these Articles of Incorporation on the 22th day of November, 1997.


Denise Porga, Incorporator
16639 Scheer Blvd.
Hudson, FL 34667

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me by Denise Porga as initial Incorporator of ULTIMATE DEFENSIVE, INC. on this 22th day of November, 1997.


NOTARY PUBLIC

My commission expires:



CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA

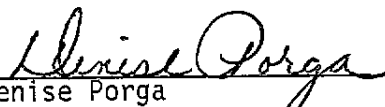
This Certificate is submitted pursuant to Chapters 48 and 607, Florida Statutes.

1.) ULTIMATE DEFENSIVE, INC., being a corporation duly organized under the laws of the State of Florida, hereby designates Denise Porga as Registered Agent for said corporation for service of process within the State of Florida.

2.) In addition, the aforesaid corporation hereby designates 16639 Scheer Blvd. , Hudson, FL 34667, as the street address of the Registered Office of the corporation.

ACCEPTANCE

The undersigned, having been designated to accept service of process for the above identified corporation, hereby accepts said designation and agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes.


Denise Porga

FILED
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