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'O: DIVISION OF CORPORATIONS FAX #: (850)922-4001

'ROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839 FAX #: (305)716-0346

IAME: IN THE ACT SURVEILLANCE, INC.
AUDIT NUMBER......H98000000571
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

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ARTICLE 1 NAME

IN THE ACT SURVEILLANCE, INC.
2655 LE JEUNE RD. SUITE 804
CORAL GABLES, FL 33134

ARTICLE 2 NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

ARTICLE 3 CAPITOL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME. 100 Shares $1.00 par value

ARTICLE 4 TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE 5 OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS IF ANY, WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE ARE:

ROBERT TODD NELDBERG, PRESIDENT
11111 BISCAYNE BLVD. # 1507
MIAMI, FL 33181

TIMOTHY J. WAGNER, VICE PRESIDENT
1744 SOUTH MIAMI AVE.
MIAMI, FL 33129

DAVID P. RYAN ESQ., TREASURER - SECRETARY
2855 TIGERTAIL AVE. # 306
MIAMI, FL 33133

Prepared by: David P. Ryan, Esq.
2655 Lejeune Rd., Ste. 804
Coral Gables, Fl 33134
(305) 442-9535
FBN: 0102555

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ARTICLE 6 INCORPORATORS

ROBERT TODD NELDBERG, PRESIDENT
11111 BISCAYNE BLVD. # 1507
MIAMI, FL 33181

TIMOTHY J. WAGNER, VICE PRESIDENT
1744 SOUTH MIAMI AVE.
MIAMI, FL 33129

DAVID P. RYAN ESQ., TREASURER - SECRETARY
2855 TIGERTAIL AVE. # 306
MIAMI, FL 33133

IN WITNESS THEREOF, THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 8TH DAY OF JANUARY, 1998.

SIGNATURES OF INCORPORATORS

Robert Todd Neldberg

Timothy J. Wagner

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

In The Act Surveillance, Inc.

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

William K. Terry Esq. 2655 Le Jeune Rd. Suite 804
(P.O. BOX NOT ACCEPTABLE)

Coral Gables, Fl. 33134
(CITY/STATE/ZIP)

SIGNATURE

TITLE Treasurer / Sec

DATE 1/8/98

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE 1-8-98

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