

TRANSMITTAL LETTER

P9800000 9352

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

SUBJECT: BOAT GUARD ALARMS INC.
(Proposed corporate name - must include suffix)

500002414195--9
-01/28/98--01037--009
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ALAN Holdsworth
Name (Printed or typed)

400 NE 134 st
Address

North Miami FL 33161
City, State & Zip

305 - 893 - 1687
Daytime Telephone number

STATE
TALLAHASSEE, FLORIDA
98 JAN 28 PM 2:48

FILED

NOTE: Please provide the original and one copy of the articles.

B. BROCK JAN 29 1998

ARTICLES OF INCORPORATION
OF

BOAT GUARD ALARMS Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is
BOAT GUARD ALARMS Inc.

ARTICLE II

The street address of the principal office of the
Corporation is 400 N.E. 134th Street
North Miami Fl. 33161

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 400 N.E. 134th St., North Miami Fl. 33161. The initial registered agent for the Corporation at that address is Alan Holdsworth.

ARTICLE V

The initial board of directors shall consist of 1 member. The name and address of the person who will serve on the initial board of directors are:

Name	Address
Alan Holdsworth	400 N.E. 134th Street North Miami Fl. 33161

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TALLAHASSEE, FLORIDA

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ARTICLE VI

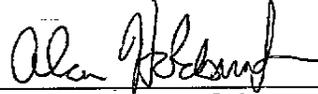
The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Alan Holdsworth	400 N.E. 134th Street North Miami Fl. 33161

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

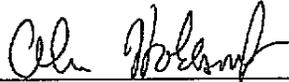
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 22nd day of January, 1998.



Name: Alan Holdsworth

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Boat Guard Alarms Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Name: Alan Holdsworth

Date: January 22, 1998

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