

P980000031077

March 30, 1998

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

800002476538--2

-04/02/98--01043--012

*****70.00 *****70.00

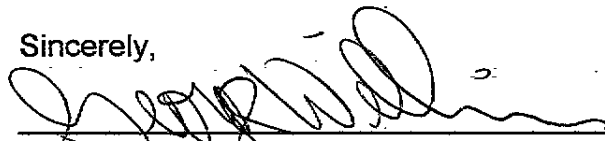
Re: WILLPOWE SECURITY CONCEPTS AND SYSTEMS, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of WILLPOWE SECURITY CONCEPTS AND SYSTEMS, INC. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

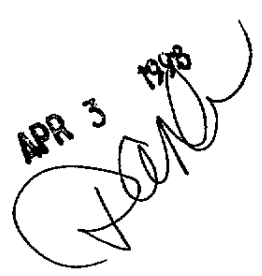
Sincerely,



GEORGE WILLIAMS
2686 EDGEWATER COURT, WESTON, FL
33332

FILED
98 APR -2 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

APR 3 1998



(3)

ARTICLES OF INCORPORATION
OF
WILLPOWE SECURITY CONCEPTS AND SYSTEMS, INC.

FILED
98 APR -2 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the Corporation is WILLPOWE SECURITY CONCEPTS AND SYSTEMS, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 2686 EDGEWATER COURT, WESTON, FL 33332.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

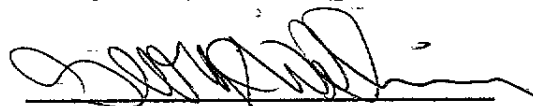
The address of the initial registered office of the Corporation is 2686 EDGEWATER COURT, WESTON, Florida 33332, and the name of the Corporation's initial registered agent for service of process at such address is GEORGE WILLIAMS.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
GEORGE WILLIAMS, 2686 EDGEWATER COURT, WESTON, FL 33332.

IN WITNESS WHEREOF, I have hereunto set my hand this 28 day of

March, 1998



GEORGE WILLIAMS
2686 EDGEWATER COURT, WESTON, FL 33332

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: WILLPOWE SECURITY CONCEPTS AND SYSTEMS, INC.

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

GEORGE WILLIAMS
2686 EDGEWATER COURT, WESTON, Florida 33332

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 _____

DATE _____

FILED
98 APR -2 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA