

FROM : RICK PETERSON, PA

PHONE NO. : 954 680 1649

May. 13 1998 10:19AM P1

RICK PETERSON, P.A.
Certified Public Accountant
4801 S. University Drive
Davie, FL 33328
(954) 434-7511
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 AM 10:01

P 98000044483

May 14, 1998

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Secur-Entry America, Inc.

000002525020--0
-05/15/98-01034--001
*****70.00 *****70.00

Dear Sir:

Please accept these Articles for filing for the above referenced corporation. An original and two copies are included. Enclosed is a check for \$ 70.00 to cover the filing fee for the articles of incorporation and designation of a registered agent.

Sincerely,

Rick
Rick Peterson

PLEASE NOTE:

ANY CORRESPONDENCE SHOULD BE
RETURNED TO:

BARSHOP & ASSOCIATES, INC.
1300 E. HILLSBORO BLVD.
SUITE # 101
DEERFIELD BEACH, FL
33441

D. BROWN MAY 18 1998

FROM : RICK PETERSON, PA

PHONE NO. : 954 680 1649

May. 13 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
1998 MAY 15 AM 10:04

Articles of Incorporation
of
Secur-Entry America, Inc.

I, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the corporation shall be: Secur-Entry America, Inc. and its existence shall be perpetual.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the date these Articles are filed.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial agent of this corporation is Alvin Barshop at such address of 1300 E. Hillsboro Blvd, Suite 101, Deerfield Beach, FL 33441.

The principal office address and the mailing address of the registered agent are the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The initial director of this corporation shall be the Incorporator named below.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is Alvin Barshop whose address is 1300 E. Hillsboro Blvd, Suite 101, Deerfield Beach, FL 33441.

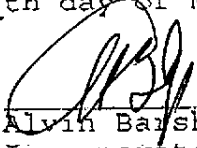
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exist or may be amended hereafter.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of May, 1998.




Alvin Barshop
Incorporator

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

This foregoing Articles of Incorporation were acknowledged before me this 13th day of May, 1998 by Alvin Barshop

My Commission Expires:

 KENNETH DI MARTINO
My Comm Exp. 9/04/99
Bonded By Service Inc
Notary Public No. CC485530
 Personally Known Other

FROM : RICK PETERSON, PA.

PHONE NO. : 954 680 1649

SECRETARY OF STATE
DIVISION OF CORPORATIONS
May 13 1998 10:20AM P4
98 MAY 15 AM 10:04

Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regard including keeping open said office, whose address is 1300 E. Hillsboro Blvd, Suite 101, Deerfield Beach, FL 33441.



Alvin Barshop