

P980000049880

PROFESSIONAL SAFETY SERVICES, INC
9410 Pebble Glen Avenue
Tampa, FL
33647

March 6, 1998

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

900002543879--R


-06/02/98-01035--008

***122.50 ***122.50

Dear Sir:

Enclosed find two copies of the Articles of Incorporation for Professional Safety Services INC. and a check in the amount of \$ 122.50. Please Register the corporation and send a certified copy of the Articles of Incorporation.

Sincerely


Gregory L Thompson

FILED
98 JUN -2 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 6/4/98

ARTICLES OF INCORPORATION
OF
PROFESSIONAL SAFETY SERVICES INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida pursuant to the Florida Statutes applicable to corporations for profit, subject to the following:

ARTICLE I

The name of this corporation shall be: PROFESSIONAL SAFETY SERVICES INC.

ARTICLE II

The general nature of the business to be transacted is to do and perform all the acts and things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

a. To maintain and operate stores, both wholesale and retail, dealing in any and all kinds of merchandise bought and sold on the market.

b. To take, acquire, buy, hold, own, maintain, work, develop, plat, subdivide, sell, convey, lease, mortgage, exchange, improve, and otherwise deal in and dispose of real estate and real property and all other property of what so ever nature, and upon qualification, to act as real estate broker and sales and management agency.

c. To buy, sell, assign and convey and cancel liens upon real and personal property of every kind whatsoever, to act as broker for the negotiations of loans thereon, to borrow and lend money with or without collateral security, to draw, accept, endorse, discount and deliver bills of exchange, promissory notes, bonds, and debentures and to secure the same by mortgage on its property or otherwise, to subscribe for, exchange and deal in shares, bonds, obligations or securities of any individual, corporation or governmental authority.

d. To acquire, and take over as a going concern and thereafter to carry on the business of any person, firm or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith, to acquire the good will and all or any of the assets, and to assure or otherwise provide for all or any of the liabilities of such business.

e. The foregoing enumerations of specific powers shall not be deemed to limit or restrict, in any manner, the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporations organized thereunder.

ARTICLE III

The capital stock of the corporation shall consist of and shall not exceed ONE HUNDRED (100) shares of no par value stock to be designated as common stock, and no other class of stock shall be issued by said corporation; each share of said stock shall entitle the owner thereof to one vote at any meeting of the stockholders of said corporation except that no holders, under contract of subscription, shall be entitled to vote while in default on a subscription agreement or obligation. The limitation on the number of shares of capital stock shall, in no wise, prevent the issuance of stock shares as dividend of said corporation. All stock issued shall be paid fully and non-assessable.

The shares of stock to be issued by the corporation shall be issued, accepted, and held subject of the following provisions and restrictions upon sales and transfers thereof:

In the event that a stockholder, by which term is included the executors, administrators, heirs, legatees, and the nominee or personal representative of any stockholder, shall desire to sell, assign, give or transfer, shall give written notice of such desire to the Board of Directors and extend to the remaining stockholders the right and privilege for sixty (60) days to purchase the same at a price agreed upon in writing between such stockholders, and the corporation or such nominee, or in default of such agreement, at a price equal to the book value of said stock, and no stock in the corporation shall be transferred upon its books unless the foregoing provision has been complied with and any attempt to transfer such stock in any manner will be void.

ARTICLE IV

The amount of capital which the corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The street address of the principal office of this corporation shall be:

9410 Pebble Glen Ave., Tampa, Florida 33647.

ARTICLE VII

This corporation shall have the power to conduct business in any state or foreign country and to maintain offices therein, subject to the laws of such jurisdiction.

ARTICLE VIII

The number of directors of this corporation shall be not less than two (2) and no more than seven (7) provided, however, that the number of directors may be increased in any manner now or hereafter authorized by law.

ARTICLE IX

The names and street addresses for the first Board of Directors, who, subject to the provisions herein contained, and the By-Laws of said corporation and of Chapter 608, Florida Statutes, 1971 and the Supplements thereafter, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

NAME	ADDRESS
Gregory L Thompson	9410 Pebble Glen Ave., Tampa, Florida 33647
Patricia M. Thompson	9410 Pebble Glen Ave., Tampa, Florida 33647

ARTICLE X

The names and street addresses of the several subscribers of this certificate and the number of shares of stock or said corporation which each agrees to take are as follows:

NAME	ADDRESS	SHARES
Gregory L Thompson	9410 Pebble Glen Ave., Tampa, FL	49
Patricia M Thompson	9410 Pebble Glen Ave., Tampa, FL	51

ARTICLE XI

The officers of said corporation shall be a President, a Secretary, and a Treasurer and such other officers and agents as may be deemed necessary. All officers, agents, and Directors shall be chosen in such manner, shall hold their offices for such terms, and shall have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President may not also be the Secretary or Assistant Secretary.

ARTICLE XII

In case of Liquidation of the corporation any net operating loss shall be carried forward to the stockholders in proportion to their stock holdings in accordance with IRS Code Section 836.

ARTICLE XIII

Election to be a small business corporation (S Corporation) in accordance with Section 1362 of the IRS Code may be made providing that the majority of share holders are in agreement.

ARTICLE XIV

Said corporation reserves the right to amend, alter, change or

repeal any provisions contained in this certificate in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XV

Pursuant to Chapter 607 of the Florida Statutes, the following is submitted in compliance with said act:

The Corporation hereby names Patricia M Thompson whose address is the same as the registered office of the corporation, to wit: 9410 Pebble Glen Ave., Tampa, Florida, 33647. as the registered agent of the Corporation whose acknowledgement of acceptance is set forth below:

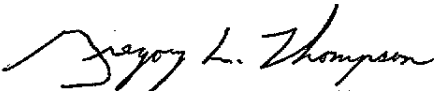
ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as resident agent of Professional Safety Services INC., at the place designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office and to accept service of process.

Patricia M. Thompson

IN WITNESS WHEREOF, We, the undersigned, being the original subscriber to the capital stock of Professional Safety Services INC., for purpose of forming a corporation to do business both within and without of the State of Florida and pursuant of Chapter 608, make, subscribe, acknowledge, and file this certificate, hereby declaring and certifying that the facts herein stated are true and do hereby agree to take the number of shares of stock hereinbefore set forth and stated, and accordingly have hereunto set my hand and seal at

Tampa, Hillsborough County, Florida, this the 6th day of March 1998.

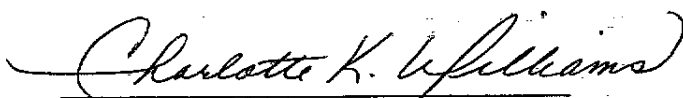

GREGORY L. THOMPSON


PATRICIA M. THOMPSON

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, that on this day before me, an officer duly authorized to take acknowledgements in the aforesaid state and county, personally appeared Gregory L. Thompson and Patricia M. Thompson known to be the person described herein and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the county and state last aforesaid, this 6th day of May, 1998.



Notary Public, State of Florida
At Large, my commission expires 08/17/2001



CHARLOTTE K. WILLIAMS
COMMISSION # CC 672744
EXPIRES AUG 17, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.