

P98000054287

TRANSMITTAL LETTER

6/15, 1998

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

100002535451--4
-05/26/98-01098-011
*****70.00 *****70.00

Subject: **PROBE TECHNOLOGIES, INC.**

Enclosed is an original and one copy of the Articles of Incorporation. Please note that we had sent our Articles and our check for \$70 for corporation status for a corporation named Sentry Technologies, Inc., after which you informed us that the Sentry name was not available. Therefore, our payment has already been sent for this corporation. (See enclosed documentation from your office.)

From:

Jeffrey L. Shervell

JEFFREY L. SHERVELL
5109 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710
813/328-0100

FILED
98 JUN 17 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*OK
6-17-98*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 28, 1998

JEFFREY L. SHERVELL
5100 6TH AVE., NORTH
ST. PETERSBURG, FL 33710

SUBJECT: SENTRY TECHNOLOGIES, INC.
Ref. Number: W98000012163

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SENTRY TECHNOLOGIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 498A00029948

ARTICLES OF INCORPORATION
OF
PROBE TECHNOLOGIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE ONE - NAME

The name of the corporation shall be: **PROBE TECHNOLOGIES, INC.**

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: **5100 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710, 813/328-0100**

ARTICLE THREE - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **ONE MILLION SHARES (1,000,000 SHARES) AT \$.001 PER SHARE**

ARTICLE FOUR - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: **JEFFREY L. SHERVELL, 5100 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710**

ARTICLE FIVE - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is: **JEFFREY L. SHERVELL, 5100 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710, 813/328-0100**

ARTICLE SIX - INITIAL DIRECTORS

The initial directors shall be **ANDREW W. BABB, SR., TREASURER**
ALFRED DANA, PRESIDENT

ARTICLE SEVEN - MANAGEMENT AND REGULATIONS

1. The Fiscal Year of the Corporation shall end on **MAY 31ST.**
2. The date of the Annual Meeting for the shareholders of the Corporation shall be **MAY 1ST.** Should that date fall on a weekend or holiday, the date of the Annual Meeting shall be the

Wednesday immediately preceding the stated date of the Annual Meeting.


**ARTICLE EIGHT - POWERS OF THE CORPORATION, BOARD OF DIRECTORS,
SHAREHOLDERS**

Powers shall be determined by the Board of Directors.

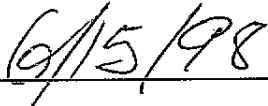
ARTICLE TEN - PROVISIONS FOR PERSONAL LIABILITY OF SHAREHOLDERS

There shall be no personal liability.

Signature of Incorporator: _____


**JEFFREY L. SHERVELL, 5100 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710
813/328-0100**

Date signed: _____



**CERTIFICATE OF DESIGNATED AGENT
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.

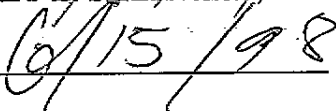
1. The name of the corporation is **PROBE TECHNOLOGIES, INC.**
2. The name and address of the registered agent and office is:
**JEFFREY L. SHERVELL, 5100 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710
813/328-0100**

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


JEFFREY L. SHERVELL, 5100 6TH AVE NORTH, ST. PETERSBURG, FLORIDA 33710

Date



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TALLAHASSEE, FLORIDA