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CORPORATION(S) NAME

S.P. Protection Bureau, Inc.



Empire Toll Free: 1-800-432-3028

FILED
98 AUG 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
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Document
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Verifier
Acknowledgment
W.P. Verifier

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-----NAME

The name of the corporation shall be:
S.P. PROTECTION BUREAU, INC.

ARTICLE II-----DURATION

The corporation shall exist perpetually.

ARTICLE III-----NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -----PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
c/o SERGE PIERRE, 17211 N.W. 42 Ave., OPA LOCKA, FL. 33055.

ARTICLE V ----CAPITAL STOCK

- (a) Authorized Capital. The corporation is authorized to have outstanding at any one time the following shares of common stock:
- (i) Class A Voting Stock. The corporation is authorized to have outstanding at any one time a maximum of 100,000 shares of Class A common Stock with a par value of \$0.01 per share. Each share of the corporation's class A Voting Stock shall have one (1) vote in all corporate matters for which shareholders shall have voting rights granted by these Articles, by the corporations's Bylaws or by Florida law.
 - (ii) Class B Nonvoting Stock. The corporation is authorized to have outstanding at any one time a maximum of 100,000 shares of Class B Nonvoting Stock with a par value of \$0.01 per share. Class B Nonvoting Stock shall have no voting rights.
- (b) Preemptive Rights. Shareholders shall have no preemptive rights.
- (c) Cumulative Voting. Cumulative voting shall not be permitted.

ARTICLE VI --INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and Florida street address of the initial registered agent are:
SERGE PIERRE 17211 N.W. 42 AVE., OPA LOCKA, FL. 33055.

ARTICLE VII -----DIRECTORS

- (a) Number. This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the bylaw, but shall never be less than one.
- (b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

<u>NAMES</u>	<u>STREET ADDRESSES</u>
<u>SERGE PIERRE</u>	<u>17211 N.W. 42 AVE., OPA LOCKA, FL. 33055.</u>

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- (c) Compensation. The board of directors is hereby specifically authorized to make Provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.
- (d) Indemnification. The board of directors is hereby specifically authorized to make Provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII ----BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX ----INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:
 SERGE PIERRE 17211 N.W. 42 AVE., OPA LOCKA, FL. 33055.

ARTICLE X ----AMENDMENT

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

IN WITNESS WHEREOF, the incorporator has executed these articles on 8/14/98



 SERGE PIERRE ---- INCORPORATOR

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.



 SERGE PIERRE REGISTERED AGENT

Date 8/14/98

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