



THE UNITED STATES
CORPORATION
COMPANY

P98000087144

ACCOUNT NO. : 072100000032

REFERENCE : 992536 81609A

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 70.00

ORDER DATE : October 12, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 992536-005

CUSTOMER NO: 81609A

CUSTOMER: Hilda M. Porro, Esq
HILDA M. PORRO, P.A.
HILDA M. PORRO, P.A.
Suite E
12769 W. Forest Hill Boulevard
Wellington, FL 33414

900002661309--2

DOMESTIC FILING

NAME: ONE ON ONE SECURITY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 1:30

RECEIVED
98 OCT 12 10:45
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

ONE ON ONE SECURITY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 1:30

ARTICLE I - NAME

The name of this corporation is **ONE ON ONE SECURITY, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 12769 W. Forest Hill Boulevard, Suite E, Wellington, Florida, 33414.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of this initial registered office of this corporation is 12769 W. Forest Hill Boulevard, Suite E, Wellington, Florida, 33414, and the name of the initial registered agent of this corporation at that address is Hilda M. Porro, Esquire.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five.

The names and address of the initial Board of Directors of the corporation is:

ERIC K. PAYNE
12769 W. Forest Hill Boulevard, Ste. E
Wellington, FL 33414

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these articles is: ERIC K. PAYNE,
12769 W. Forest Hill Boulevard, Suite E, Wellington, Florida, 33414.

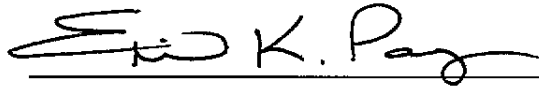
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director,
to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these
Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors,
and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation on this 8th day of October, 1998.



ERIC K. PAYNE, Incorporator

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 8th day of October,
1998, who is personally known to me and who did take an oath.



Hilda M. Porro
Commission # CC 770765
Expires OCT. 17, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.



Notary Public, Signature

HILDA M. PORRO

Name Printed

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

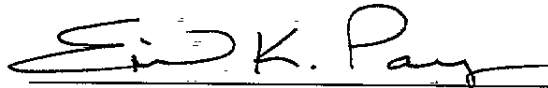
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT 12 PM 1:30

Pursuant to the provisions of Section 607.0501, 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 **ONE ON ONE SECURITY, INC.**
2. The name and address of the registered agent and office is:


HILDA M. PORRO, ESQUIRE
12769 W. Forest Hill Boulevard, Suite E
Wellington, FL 33414



ERIC K. PAYNE, Incorporator

Dated: 10/8/98

Having been named to accept service of process for the above named 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 relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



HILDA M. PORRO, Registered Agent

Dated: 10/8/98