

P98000094136
TRANSMITTAL LETTER

3 November 1998

Florida Department of State
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32399

800002680038-DOT-5
-11/04/98-01043-DOT-5
*****70.00 *****70.00

SUBJECT: CONSOLIDATED MANAGEMENT MONITOR SYSTEMS
INTERNATIONAL CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$70.00
Filing Fee | <input type="checkbox"/> \$78.75
Filing Fee
& Certificate | <input type="checkbox"/> \$122.50
Filing Fee
& Certified Copy | <input type="checkbox"/> \$131.25
Filing Fee,
Certified Copy
& Certificate |
|---|---|---|---|

ADDITIONAL COPY REQUIRED

FROM: William Watson Trick, Jr.
1216 E. Atlantic Blvd., Suite 7
Pompano Beach, Florida 33060
954-942-9774

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -4 AM 9:03

Federal Express Air Bill No: 868276578793

ARTICLES OF INCORPORATION
OF
Consolidated Management Monitor Systems International Corporation

ARTICLE I; NAME

The name of the corporation is:

Consolidated Management Monitor Systems International Corporation.

ARTICLE II; DURATION

This corporation shall exist perpetually, commencing on November 2, 1998.

ARTICLE III; PURPOSE

This corporation is organized to transact any lawful business or businesses. Without limiting the foregoing, this corporation is organized for the purpose of engineering and design management, manufacturing, purchasing, or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; to make, execute and receive contracts or assignments or delegations therefore or relating thereto or connected therewith, to manufacture, produce, adapt and prepare, and deal in and/or with any materials, articles or things incidental or required for use in connection with any of said activities; and to manage other corporations and to establish affiliate corporations, domestic and international, transact business with banks, both foreign and domestic; engage in general industry, and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

ARTICLE IV; CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock having no par value.

ARTICLE V; INITIAL PRINCIPAL OFFICE

The street address of this corporation's initial principal office is 5295 N.E. 20th Avenue, Ft. Lauderdale, Florida 33308.

ARTICLE VI; REGISTERED OFFICE AND AGENT

This street address of the initial registered office of this corporation is 1216 E. Atlantic Blvd., Suite 7 Pompano Beach, Florida 33060 and the name of the initial registered agent of this corporation at that address is William Watson Trick, Jr.

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ARTICLE VII; BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. This corporation shall have the number of directors established by the Bylaws of this corporation from time to time but shall never be less than one.

ARTICLE VIII; INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:
William Watson Trick, Jr., 1216 E. Atlantic Blvd., Suite 7, Pompano Beach, FL 33060.

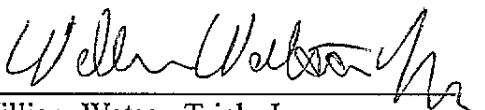
ARTICLE IX; INDEMNIFICATION

This corporation shall indemnify, to the full extent permitted by law, any person serving as an incorporator or an officer or a director of this corporation.

IN WITNESS WHEREOF, the undersigned as Incorporator, has executed these Articles of Incorporation November 3, 1998.


WILLIAM WATSON TRICK, JR.

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.


William Watson Trick, Jr.

11/3/98
Date

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