

TRANSMITTAL LETTER

P99000035405

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

SUBJECT:

Profiler Investigations, Inc
(Proposed corporate name ~ must include suffix)

300002840513-9
-04/15/99--01089-015
*****78.75 *****78.75

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Tammy Merritt
Name (Printed or typed)

814 SW 27 Ave Suite 206
Address

Miami, Florida 33152
City, State & Zip

954-349-7959
Daytime Telephone number

99 APR 15 AM 9:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. SMITH APR 19 1999

FILED

99 APR 15 AM 9:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

We, the undersigned, do hereby associate ourselves together and subscribe these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida, Chapter 607 and subject to the following provisions:

ARTICLE ONE:

The name of the Corporation shall be: **Profilers Investigations, Inc.**

ARTICLE TWO:

This corporation shall have perpetual existence and engage in any activity or business permitted under the laws of the United States and the State of Florida.

The general nature of the business to be transacted by this Corporation shall be:

- a)- ANY AND ALL LEGAL BUSINESS WITHIN THE STATE.
- b)- To manufacture, purchase or otherwise acquire, and to 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.
- c)- To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.
- d)- To contract debts and borrow money, issue and sell or pledge bonds, debenture, notes and other evidence of indebtedness as required.
- e)- To purchase the corporate assets of any other Corporation and engage in the same or other character of business.
- f)- To acquire by purchase, subscription or otherwise and to receive, hold, own guarantee, sell, assignee, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of a deal in and with any of the shares of the Capital Stock or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chose in action and evidence of indebtedness or interest issued or created by any Corporation, joint stock companies, syndicates, associations firms, trust, or persons public or private, or by the government, or by any State,

territory, province, municipality or other political subdivision or by any government agency, and as owner thereof, to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement, and enhancement in value thereof.

g)- in general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon Corporation formed under its laws, and to do any all things hereinabove set forth to the same extent as natural persons might or could do.

ARTICLE THREE:

The maximum number of shares of stock which the Corporation shall have outstanding at any time shall be: 500
common stock at \$1.00 par value
all or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in other assets transferred to the Corporation, at a true valuation as of the time of the exchange for stock.

ARTICLE FOUR:

The principal office of the Corporation shall be located at:
814 SW 27 Avenue
Suite 206
Miami, Florida 33152
Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE FIVE:

This corporation shall have 1 director(s) initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one (1), not more than five (5).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the Corporation, and a director of officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of this Corporation, or by reason if any action alleged to have been heretofore or hereafter taken or omitted by him as such director or

officer and shall reimburse such each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provide that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically herein provide for.

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors, or officers, of such other Corporation.

Any director, individual or any firm of which any director may be a member, may be a party, or may be pecuniarily or otherwise interested in any contract or transaction of the Corporation, provided the fact that his interest should be disclosed or should have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken, and any such contract or transaction shall be taken, and any director of the Corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract of transaction, with the like force and effect as if he were not such director or officer of such other Corporation or not so interested.

ARTICLE SIX:

The name and post office addresses of the members of the First Board of Directors and officers who hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

Tammy M. Peritt
814 SW 27 Ave
Suite 206
Miami, FL 33152

Robert Davis
814 SW 27 Ave
Suite 206
Miami, FL 33152

OFFICERS

<u>NAME</u>	<u>POSITION</u>
<u>Tammy Merritt</u>	<u>President</u>
<u>Robert DAVIS</u>	<u>treasurer</u>
	<u>Vice President/secretary</u>

ARTICLE SEVEN:

The names and post office addresses of each of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS:</u>
<u>Tammy Merritt</u>	<u>Robert DAVIS</u>
<u>814 SW 27 Ave</u>	<u>814 SW 27 Ave</u>
<u>Suite 206</u>	<u>Suite 206</u>
<u>Miami, FL 33152</u>	<u>Miami, FL 33152</u>

ARTICLE EIGHT:

This Corporation shall have full power to carry on and transact each of all the businesses enumerated in Article Two of these Articles of Incorporation, and shall have the general and additional powers now and hereafter conferred upon it by law.

ARTICLE NINE:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the Stockholder and approved at a Stockholder's meeting by a majority of the Stock entitled to vote thereon.

ARTICLE TEN:

Upon election of a Board of Directors by Stockholders, such Board of Directors shall manage the business affairs of this Corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provide; any action of such Board of Directors may be rescinded or any officer or director removed from office, only upon a vote of Stockholders holding a majority of the stock of the Corporation which may at such time be actually issued unless otherwise provided by the By-Laws of the Board of Directors. All holders of common

stock of this Corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE ELEVEN:

The private property of the Stockholders, officers and directors shall not be subject to the payment of the obligations of the Corporation to any extent.

ARTICLE TWELVE:

The registered Agent for service of process in the State of Florida, and its registered office shall be: Tammy Merritt.

814 S.W. 27 AVE., STE. 206 MIAMI, FL. 33152

ARTICLE THIRTEEN:

The shareholders may at their sole discretion, repeal, alter or amend the By-Laws of this Corporation as provided under Chapter 607.081 of the Florida Statutes, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned Incorporation have hereunto set their hands and affixes their seals on this
13 day of Apr. 1 1999


Signature/Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

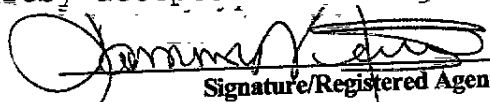
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FILED

ACKNOWLEDGMENT BY REGISTERED AGENT

The undersigned, having been named in the foregoing Articles of Incorporation of: Trifilers Investigations, Inc

To accept service of process, hereby accepts such designation.


Signature/Registered Agent