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KATHLEEN REYNOLDS

Kathleen Reynolds, Esq.

305 Main Street Destin, FL 32541 (850) 837-3340 FAX (850) 837-3317

April 16, 1999

Southeast Security, Inc. 3841-A Killearn Court Tallahassee, FL 32308

VIA UPS OVERNIGHT MAIL

ATTENTION: Bette Bowden

3000**0**2844553---1 -04720/99--01007--023

*****70.00 *****70.00

Dear Ms. Bowden:

Enclosed please find the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for Retrospect, Inc., together with a check made payable to the Secretary of State in the amount of \$70.00 representing the filing fee. Please walk this application through the Secretary of State's office, then fax the letter evidencing filing to me at (850) 837-3317. Additionally, please mail your bill for services rendered along with the hard copy of the letter evidencing filing.

Thank you for your assistance in this regard. Should you have any questions, please do not hesitate to contact me.

Sincerely,

Articles of Incorporation for Retrospect, Inc.

KATHLEEN REYNOLDS

KR/ah Enclosures

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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ARTICLE I - NAME The name of this corporation is Retrospect, Inc. ARTICLE II - DURATION This corporation shall have a perpetual existence commencing on the date of filing. ARTICLE III - PRINCIPAL OFFICE The principal place of business of this corporation shall be: 122 Tupelo Avenue Fort Walton Beach, Florida 32548 The mailing address of this corporation shall be: Post Office Box 4507 Fort Walton Beach, Florida 32548

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is: Paul M. Dubois, 122 Tupelo Avenue, Fort Walton Beach, Florida 32548.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

- 1. The name of the corporation is: Retrospect, Inc.
- 2. The name and address of the registered agent is Paul M. Dubois, 122 Tupelo Avenue, Fort Walton Beach, Florida 32548. The address of the principal office is 122 Tupelo Avenue, Fort Walton Beach, Florida 32548.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this / S day of April, 1999.

PAUL M. DUBOIS

Registered Agent

SECHETARY OF STATE

APPROVED.

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is: Paul M. Dubois, 122-Tupelo Avenue, Fort Walton Beach, Florida 32548.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this _____ day of April, 1999.

PAUL M. DUBOIS, INCORPORATOR

STATE OF FLORIDA COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this ____ day of April, 1999 by PAUL M. DUBOIS, who is personally known to me or who has produced as identification and acknowledged and declared that he executed the same for the uses and purposes therein set forth.

NOTARY PUBLIC	
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My Commission Expires:	
my Commission Expires:	