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MELISSA D. MUNROE

Attorney at Law

120 EAST MAPLE STREET
WINTER GARDEN, FLORIDA 34787
(407) 654-4427
(407) 656-0972 fax

REPLY TO:
P. O. BOX 770791
WINTER GARDEN, FLORIDA 34777-0791

April 28, 1999

FILED
99 APR 30 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: SAFE ESCAPE, INC.

Dear Sir or Madame:

Enclosed herein is the duly executed original and a copy of the Articles of Incorporation of the proposed corporation SAFE ESCAPE, INC., and a check in the amount of \$78.75 for payment of costs involved in filing this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the copy, certify and return said copy to this office at your earliest convenience.

Thank you so much for your assistance in this matter.

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-04/30/99--01091--021
*****78.75 *****78.75

Very truly yours,



Melissa D. Munroe

enclosures

SHARON

MAY 3 - 1999

**ARTICLES OF INCORPORATION
OF
SAFE ESCAPE, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I. - NAME

The name of this Corporation is SAFE ESCAPE, INC.

ARTICLE II. - DURATION

This Corporation shall exist perpetually.

ARTICLE III. - PURPOSE

This Corporation is organized for the purpose of the transaction of any or all lawful business or activities at any of its branches at one or more offices or agencies, both within and without the State of Florida, in any and all other states, territories and colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

ARTICLE IV. - CAPITAL STOCK

The amount of paid capital with which the Corporation will commence business is ONE HUNDRED and NO/100 (\$100.00) DOLLARS.

This Corporation is authorized to issue ONE HUNDRED (100) shares of Common Stock of ONE and NO/100 (\$1.00) DOLLARS per share par value which shall be designated Common Shares.

ARTICLE V. - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which the stockholder already holds, shall have the right to purchase a pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which the stock is offered to others.

ARTICLE VI. - BOARD OF DIRECTORS

This Corporation shall be conducted and managed by four (4) Directors. The number of Directors may be fixed from time to time by the By-Laws of the Corporation but shall never be less than four.

The names and addresses of the initial Directors of this Corporation and their respective offices are:

CHRISTI R. HYMEL.....President/Director
5841 Medinah Way, Orlando, FL 32819;
SHARI B. RESNICK.....Vice President/Director
8104 Sandberry Blvd., Orlando, FL 32819;
LOUIS JOSEPH HYMEL, III.....Treasurer/Director
5841 Medinah Way, Orlando, FL 32819;
BARRY B. RESNICK.....Secretary/Director
8104 Sandberry Blvd., Orlando, FL 32819;

ARTICLE VII. - INCORPORATORS

The names and place of residence of the original subscriber of the capital stock, numbers of shares subscribed and the value of the consideration therefor which subscribers agree to take are as follows:

CHRISTI R. HYMEL, 5841 Medinah Way, Orlando, FL 32819
26.....shares of stock at \$1.00 per share;
SHARI B. RESNICK, 8104 Sandberry Blvd., Orlando, FL 32819
26.....shares of stock at \$1.00 per share;

LOUIS JOSEPH HYMEL, III, 5841 Medinah Way, Orlando, FL 32819

24.....shares of stock at \$1.00 per share;

BARRY B. RESNICK, 8104 Sandberry Blvd., Orlando, FL 32819

24.....shares of stock at \$1.00 per share;

ARTICLE VIII. - BY-LAWS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner as hereunder prescribed by statutes, and all rights conferred on Stockholders herein are granted subject to this reservation.

The undersigned, being the Original Subscribers to the capital stock hereinabove named, for the purpose of forming a Corporation to do business within the State of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and so respectively agree to take the number of shares of stock hereinabove set forth and accordingly have hereunto set our hand and seal, this 28 day of April, 1999.


CHRISTI R. HYMEL


SHARI B. RESNICK


LOUIS JOSEPH HYMEL, III

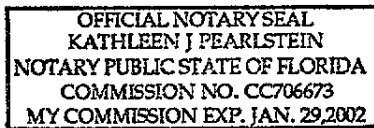

BARRY B. RESNICK

STATE OF FLORIDA
COUNTY OF ORANGE

I **HEREBY CERTIFY** that on this day, before me, personally appeared CHRISTI R. HYMEL, SHARI B. RESNICK, LOUIS JOSEPH HYMEL, III, and BARRY B. RESNICK, to me known and they acknowledge that they are the persons who made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal this 28
day of April, 1999.


Notary Public



STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

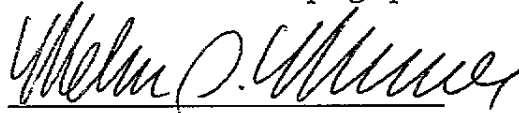
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SAFE ESCAPE, INC. is a Corporation organized under the Laws of the State of Florida and the following is submitted in compliance with Chapter 48.091, Florida Statutes.

The Principal Office of this Corporation is located in the City of Orlando, County of Orange, State of Florida, its Post Office address is 5841 Medinah Way, Orlando, Florida 32819, and has named **MELISSA D. MUNROE, ESQ.**, 120 East Maple Street, Post office Box 770791, Winter Garden, Florida 34777, as its Registered Agent to accept Service of Process within this State.

ACKNOWLEDGMENT:

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



MELISSA D. MUNROE as
Registered Agent