

Alexander E. Borell

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August 27, 1999

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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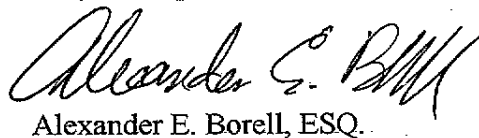
RE: Child Protection Services, Inc.

To Whom It May Concern:

Please accept these documents for incorporation of the above company.

If you have any questions, please contact my office.

Very Truly Yours,


Alexander E. Borell, ESQ.

99 AUG 30 AM 8:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
CHILD PROTECTION SERVICES, INC.,**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I.
NAME**

The name of the Corporation is: **CHILD PROTECTION SERVICES, INC.,**

**ARTICLE II.
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III.
NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV.
CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100) shares, all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) DOLLARS per share.

**ARTICLE V.
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI.
REGISTERED OFFICE**

The street address of the initial registered agent of the Corporation is:

**9220 Sunset Drive, #201
Miami, FL 33173**

The name of the registered agent at such address is: **ALEXANDER E. BORELL.**

ARTICLE VII
PRINCIPAL OFFICE

The initial street address of the principal office of the Corporation in the State of Florida is:

**9220 Sunset Drive, #201
Miami, FL 33173**

ARTICLE VIII
DIRECTORS

The initial Board of Directors of the Corporation shall consist of 1 member. Changes in the number of members comprising the Board of Directors shall be made by amendment to the Corporation's By-laws.

The names and addresses for the two (2) members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
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To Be Determined at a later time

ARTICLE IX
INCORPORATOR

<u>NAME</u>	<u>ADDRESS</u>
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ALEXANDER E. BORELL	9220 Sunset Dr #201 Miami Florida 33173
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ARTICLE X
OFFICERS

The names and addresses and title of the initial officer(s) of the Corporation are:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
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To be determined at a later time

ARTICLE XI
INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XII
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER
PRE-INCORPORATION EXPENSES; ADOPTION OF CONTRACTS

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its Director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization

and formation of the Corporation. The Director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

ARTICLE XIII.
RIGHT TO AMEND ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any rights inferred upon the shareholders shall be subject to this reservation.

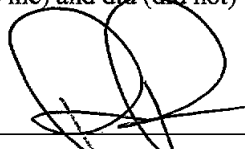
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27 day of August, 1999.


ALEXANDER E. BORELL, INCORPORATOR

STATE OF FLORIDA }
 {s.s.
COUNTY OF DADE }

THE FOREGOING instrument was acknowledged before me this 27 day of August, 1999 by **ALEXANDER E. BORELL**, as Incorporator of **CHILD PROTECTION SERVICES, INC.**, on behalf of the corporation, who has produced his driver's license as identification (or is personally known to me) and did (did not) take an oath.

my commission expires:



NOTARY PUBLIC, STATE OF FLORIDA

RAMIER RODRIGUEZ
MY COMMISSION # C0722164 EXPIRES
JUNE 7, 2002
BONDED THROUGH FAIR INSURANCE, INC.



**CERTIFICATION DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA NAMING AGENT UPON WHOM MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

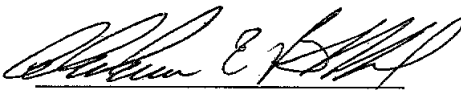
FIRST: THAT , **CHILD PROTECTION SERVICES, INC.**, desiring to organize or qualify under the laws of the Stat of Florida with its principal place of business at the CITY OF **MIAMI**, STATE OF **FLORIDA**, HAS NAMED **ALEXANDER E. BORELL**, whose address is **9220 Sunset Dr. #201, Miami Florida 33173**, as its Agent to accept service of process.

SIGNATURE: 

DATE: 8-27-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE- STATED CORPORATION,
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND
I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:



DATE:

8-27-89

99 AUG 30 AM 8:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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