



THE UNITED STATES  
CORPORATION  
COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 453483 10316A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizit

ORDER DATE : November 2, 1999

ORDER TIME : 1:01 PM

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ORDER NO. : 453483-005

CUSTOMER NO: 10316A

CUSTOMER: Ms. Joanna Casas  
LAW OFFICES OF SIDNEY Z.  
LAW OFFICES OF SIDNEY Z.  
Penthouse 1  
7270 N.w. 12th Street  
Miami, FL 33126

DOMESTIC FILING

NAME: INTERNATIONAL CRIME PREVENTION  
CONSULTANTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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RECEIVED

11/2/99

**ARTICLES OF INCORPORATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**INTERNATIONAL CRIME PREVENTION CONSULTANTS, INC.,**  
**A PROFIT ORGANIZATION**

**ARTICLE I - NAME**

The name of this corporation is

INTERNATIONAL CRIME PREVENTION CONSULTANTS, INC.,  
Address: P.O. Box 260848  
Pembroke Pines, Florida 33026

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

To assist public and private organizations in improving security; reducing the incidents and fear of crime through the education of crime prevention programs and raising public awareness of crime prevention methods.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street of the initial registered office of this corporation is 7270 NW 12th Street, Miami, Florida 33126 and the name of the initial registered agent of this corporation at that address is Sidney Z. Brodie.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Richard F. Cruz                      Address:    1530 NW 109 Terrace  
Pembroke Pines, Florida 33026

Joanne C. Cruz                      Address:      1530 NW 109 Terr  
Pembroke Pines, Florida 33026

Richard F. Cruz	Address:	1530 NW 109 Terr, Pembroke Pines, FL 33026
Nivea Morales	Address:	1255 W 53 St, Apt 307, Hialeah, FL 33012
Joanne C. Cruz	Address:	1530 NW 109 Terr, Pembroke Pines, FL 33026

#### **ARTICLE XVII - REMOVAL OF DIRECTORS**

The shareholders of this corporation shall be entitled to remove any director from office during his term.

#### **ARTICLE XVIII - LIMITATION ON POWERS OF COMMITTEE**

In addition to other limitations imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors to authorize any merger or dissolution.

#### **ARTICLE XIX - DIRECTOR QUORUM AND VOTING**

All of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote all of the directors present, or, if a director or directors have abstained from voting, shall be the act of the Board of Directors.

#### **ARTICLE XX - MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

#### **ARTICLE XXI - REDUCTION IN STATED CAPITAL**

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the articles of incorporation.

#### **ARTICLE XXII - INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

#### **ARTICLE XXIII -SUB-CHAPTER "S" AND 1244 STOCK**

It is the intention of the undersigned incorporator to consent to the election under Internal Revenue Code, Section 1372 (a) and to be treated as a "Small Business Corporation" and the Plan to issue 1244 Stock in connection therewith shall be set forth in the By-Laws of this corporation.

#### **ARTICLE XXIV - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF; the undersigned subscribed has executed these articles of incorporation, this 30<sup>th</sup> day of Sept., 1999.

Nivea Morales

Nivea Morales  
INCORPORATOR AND SUBSCRIBER

STATE OF FLORIDA )  
COUNTY OF DADE )

Sept The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of Sept, 1999, by Nivea Morales, who has produced Florida driver's license, who executed the foregoing Article of Incorporation and who acknowledged before me that he executed those Article of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 30<sup>th</sup> day of Sept., 1999.

Joanna Casas

NAME:  
NOTARY PUBLIC-STATE OF FLORIDA  
MY COMMISSIONS EXPIRES:



FILED

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STATE OF FLORIDA  
DEPARTMENT OF STATE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING OFFICERS UPON WHOM PROCESS MAY  
BE SERVED AND NAMES AND ADDRESSES OF THE  
OFFICERS AND DIRECTORS

The following is submitted, in compliance with Chapter 48.091 Florida  
Statutes: International Crime Prevention Consultants, Inc., a corporation organized (or organizing) under the  
laws of the State of Florida with its principal office at P.O. Box 260848, Pembroke,  
Pines, Florida 33026  
has named Sidney Z. Brodie, Esq., located at 7270 NW 12th Street, Miami, Florida 33126  
as its agent to accept service of process within this state.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
Richard F. Cruz, CPP	President	1530 NW 109 Terrace Pembroke Pines, FL 33026
Nivea Morales, CPP	Vice-President	1255 W 53 <sup>rd</sup> Street, Apt 307 Hialeah, Florida 33012
Joanne C. Cruz	Secretary/Treasurer	1530 NW 109 Terrace Pembroke Pines, FL 33026


DIRECTORS

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
Richard F. Cruz, CPP	Same as Above
Nivea Morales, CPP	Same as Above
Joanne C. Cruz	Same as Above

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process to keep office open during  
prescribed hours; to post my name (and any other officers of said corporation authorized  
to accept service of process at the above Florida designated address) in some conspicuous  
place in office as required by Law.

Filing Fee: \$122.50

  
\_\_\_\_\_  
SIDNEY Z. BRODIE, ESQ.  
Incorporator/Registered Agent