

P99000104459

William Miranda
4955 NW. 199th Street #386
Miami, FL. 33055

99 NOV 29 AM 11:19
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 13, 1999

SECRETARY OF STATE
TALLAHASSEE, FL. 32302

DEAR SIR

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION OF THE PROPOSED
COPORATION "ALPHA AND OMEGA ISRAEL SECURITY SERVICES, INC. ALONG
WITH A CHECK IN THE AMOUNT OF \$78.75 TO COVER ALL COSTS.

PLEASE RETURN A CERTIFIED COPY OF SAID ARTICLES OF INCORPORATION,
ENDORISING YOUR APPROVAL THEREON.

WE WOULD APPRECIATE YOUR OFFICE PROCESSING THE CHARTER
IMMEDIATELY AND RETURNING SAME IN THE ENCLOSED STAMPED SELFISSUED
IMEDIATELY FOR THE PROPOSED CORPORATION, PLEASE ADVISE.

VERY TRULY YOUR,

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*****78.75 *****78.75



WILLIAM MIRANDA

12/2

Informed client by letter
circled ste.# to ART. IV
and ART VII. + zip code

Also, corrected SHT
Spelling of security in ART I
and heading.

S. Thompson DEC 02 1999

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ARTICLES OF INCORPORATION

OF

ALPHA AND OMEGA ISRAEL SECURITY, INC.

ARTICLE 1

CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE:

ALPHA AND OMEGA ISRAEL SECURITY, INC.

ARTICLE 11

NATURE OF THE CORPORATE BUSINESS:

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE 111

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCK. THE SHARES OF STOCK AUTHORIZED SHALL BE COMMON STOCK HAVING A PAR VALUE OF ONE (1) DOLLAR PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE 1V

PRINCIPAL PLACE OF BUSINESS

THE CORPORATION'S PRINCIPAL OFFICE IN THE STATE OF FLORIDA SHALL BE AT, 4955 N W 199TH STREET MIAMI, FLORIDA 33055 #386

ARTICLE V

BOARD OF DIRECTORS

THE NUMBER OF DIRECTORS MAY BE ALTERED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE SHAREHOLDERS. HOWEVER, THE CORPORATION SHALL HAVE NO LESS THAN ONE (1) DIRECTOR AT ANY TIME.

ARTICLE VI
INITIAL DIRECTORS

NAME

WILLIAM MIRANDA

4955 N W 199TH STREET #386
MIAMI, FL. 33055

THE FIRST DIRECTORS SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF THE STOCKHOLDERS OF THE CORPORATION.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

ARTICLE VII

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:
FIRST. ALPHA ANFD OMEGA ISRAEL SECURITY, INC. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE INDICATED IN THE ARTICLES OF INCORPORATION AT 4955 N W 199TH STREET, COUNTY OF DADE, STATE OF FLORIDA HAS NAMED WILLIAM C MIRANDA ^{#386} 4955 N W 199TH STREET, #386 MIAMI, FLORIDA 33055 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


WILLIAM MIRANDA
RESIDENT AGENT

ARTICLE V111

INCORPORATOR

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATORS EXECUTING THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:

INCORPORATOR	ADDRESS
WILLIAM MIRANDA	4955 N W 199TH STREET. #386 MIAMI, FL 33055

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ARTICLE IX

PRE-EMPTIVE RIGHTS

ANY SHAREHOLDER OF THE CORPORATION DESIRING TO SELL HIS/HER SHARES IN THE CORPORATION, SHALL FIRST OFFER THOSE SHARES TO THE OTHER SHAREHOLDERS UPON THE SAME TERMS AND CONDITIONS AS THE SHARES ARE BEING OFFERED TO NON-SHAREHOLDERS. ANY OTHER SHAREHOLDERS WISHING TO PURCHASE THE OFFERED SHARES, SHALL EXERCISE THEIR RIGHT OF FIRST REFUSAL WITHIN THIRTY (30) DAYS OF RECEIPT OF A WRITTEN OFFER TO SELL. THEREAFTER, THE SELLING SHAREHOLDER SHALL BE FREE TO SELL HIS/HER SHARES TO ANY NON-SHAREHOLDER UPON THE SAME TERMS AND CONDITIONS AS WERE OFFERED TO THE REMAINING SHAREHOLDERS.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION TO DO BUSINESS WITHIN THE STATE OF FLORIDA, DOES MAKE AND FILE THESE "ARTICLES OF INCORPORATION", HEREBY DECLARING AND CERTIFYING THAT THESE FACTS ARE TRUE.

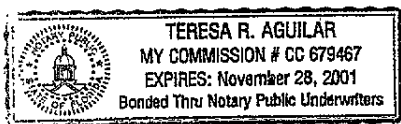
BY William Miranda
WILLIAM MIRANDA

STATE OF FLORIDA)
COUNTY OF DADE) SS.:

FUD # M653-923-58-3030

BE IT REMEMBERED that on this day before me, a Notary public duly authorized in the State and County named above to take acknowledgments, personally appeared WILLIAM MIRANDA to me known to be the persons described as the Incorporators, and they acknowledged before me that they executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said county and State, This 12th day of November 1999



Teresa Aguilar