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PATENTS, TRADEMARKS, COPYRIGHTS

November 30, 1999

Corporate Records Bureau

Division of Corporations

Department of State

Post Office Box 6327

Tallahassee, FL 32301

400003062214--2

-12/06/99-01128-007

****122.50 ****78.75

Re: Articles of Incorporation

For: SUPERVISION SYSTEMS FRANCHISE COMPANY, INC.

Gentlemen:

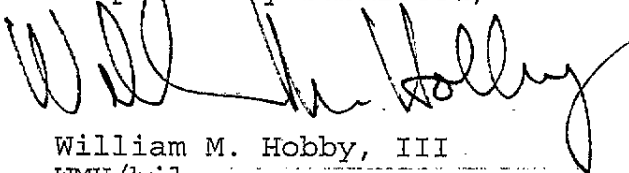
Enclosed please find the original and duplicate copy of the Articles of Incorporation of the above corporation. Please return the copy for our file.

Also enclosed is my check for:

Filing Fee:	\$ 35.00
Certified Return Copy:	\$ 52.50
Resident Agent Fee:	\$ 35.00

\$122.50

Respectfully submitted,



William M. Hobby, III

WMH/bjl

Enclosures

FILED
99 DEC -6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUPERVISION SYSTEMS FRANCHISE COMPANY, INC.

FILED
99 DEC -6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I - Name

The name of the corporation shall be: **SUPERVISION SYSTEMS FRANCHISE COMPANY, INC.**

Article II - Principal Office or Address

The principal place of business and mailing address of this corporation shall be: 5421 Beaumont Centre Boulevard, Suite 600, Tampa, Florida 33634.

Article III - Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand (10,000) shares of Ten Cents (\$.10) par value common stock, which shall be designated "Common Shares".

Article IV - Initial Registered Office and Agent

The name and Florida street address of the initial registered agent is: Miles M. Dierks, 4410 Golf Club Lane, Tampa, Florida 33624.

Article V - Incorporators

The name and address of the incorporator to these Articles of Incorporation is:

Miles M. Dierks 4410 Golf Club Lane
Tampa, FL 33624

Article VI - Initial Board of Directors

This corporation shall have one director. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one.

Article VII - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article VIII - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. The shareholders shall have no liability for the debts of the corporation.

Article IX - Duration

This corporation shall have perpetual existence unless dissolved according to law.

Article X - Action by Directors Without a Meeting

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

Article XI - 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 subscriber has executed these Articles of Incorporation this 29 th day of November 1999.



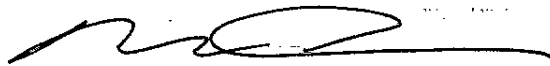
Miles M. Dierks
Subscriber

11/29/99

Date

REGISTERED AGENT ACKNOWLEDGEMENT

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


Miles M. Dierks

11/29/99
Date

FILED
99 DEC -6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA