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LAW OFFICES OF
WILLIAM R. WOHLISIFER, P. A.
ATTORNEY AT LAW

1730 K. STREET N.W., SUITE 304
WASHINGTON, D.C. 20006

210 S. BEACH STREET, SUITE 200, P.O. BOX 6003
DAYTONA BEACH, FLORIDA 32122-6003

WILLIAM R. WOHLISIFER
Licensed to Practice in:
The State of Florida
The District of Columbia
The U.S. District Court - Middle District of Florida
The U.S. District Court - Eastern District of Michigan

DAYTONA BEACH: (904) 253-2288
WASHINGTON D.C. (202) 238-0101
FACSIMILE: (904) 257-1253
EMAIL: willywoh@bellsouth.net

December 3, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

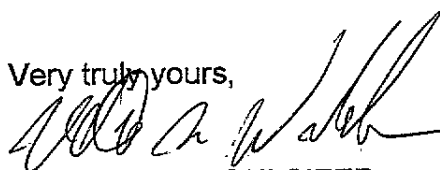
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RE: Incorporation of Personnel Profilers, Inc.

Dear Secretary of State:

Please file the enclosed Articles of Incorporation for Personnel Profilers, Inc. and Certificate Designating Registered Agent. My check for \$70.00 is enclosed for your service. Please return a copy of the recorded articles in the enclosed S.A.S.E.

If you need anything additional or have any questions, please do not hesitate to contact me.

Very truly yours,

WILLIAM R. WOHLISIFER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
PERSONNEL PROFILERS, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME & ADDRESS**

The name of the corporation is **PERSONNEL PROFILERS, INC.** Its principal place of business at P.O. Box 953638, Lake Mary, Florida 32795-3638.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To provide personal security, including armed and unarmed bodyguards, to protect persons, businesses, or property.
2. To provide an agency that connects individuals, businesses or property requiring the services of a bodyguard or security officer with sub-contractors who serve as such bodyguards or security officers.
3. To provide a service that conducts background checks and pre-employment investigations, locates witnesses and missing persons, conducts business and personal investigations, transports cash or other valuable commodities or information, conducts asset searches, executive protection, loss prevention, surveillance, armed and unarmed, for individuals and businesses.
4. To instruct individuals on gun safety and to teach concealed weapon classes.
5. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

6. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE REGISTERED OFFICE AND AGENT

The mailing address of the initial registered office of the corporation is P.O. Box 953638, Lake Mary, Florida 32795-3638. The name and address of its initial Registered Agent for the Corporation is Craig Ronald Dierlam, 2307 Greenbrier Street, Deltona, Florida 32738.

ARTICLE SIX INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of the person who is to serve as the sole-subscriber and sole member of the initial board of directors is:

CRAIG DIERLAM, Director

ARTICLE SEVEN INITIAL OFFICERS

The names and addresses of the persons who are to serve as the initial officers of the corporation are:

CRAIG DIERLAM, President, Vice-President, Treasurer and Secretary.

ARTICLE EIGHT INCORPORATOR

The name and address of the incorporator is:

The Law Office of William R. Wohlsifer, P.A., by and through William R. Wohlsifer, Esquire, 210 South Beach Street, Suite 200, P.O. Box 6003, Daytona Beach, FL 32122-6003.

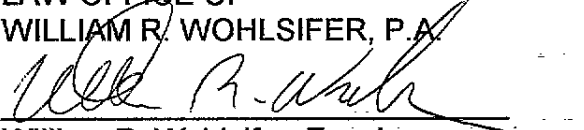
The undersigned has executed these Articles of Incorporation this December 1, 1999, at Daytona Beach, Volusia County, Florida.

**ARTICLE NINE
QUALIFYING AGENT**

If at any time the laws of the State of Florida require that this corporation present a duly licensed person to stand in the status of the "qualifying agent" for said corporation then that person shall be Craig Ronald Dierlam or a person selected solely by Craig Ronald Dierlam.

LAW OFFICE OF
WILLIAM R. WOHLISIFER, P.A.

By:


William R. Wohlsifer, Esquire

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

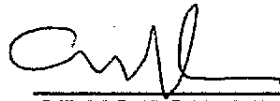
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida

1. The name of the corporation is: **PERSONNEL PROFILERS, INC.**
2. The name and physical address of the registered agent is:

**CRAIG RONALD DIERLAM
2307 GREENBRIER STREET
DELTONA, FLORIDA 32738**

3. The mailing street address for the registered agent is:
P.O. Box 953638
Lake Mary, Florida 32795-3638

I, CRAIG RONALD DIERLAM, HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.



CRAIG RONALD DIERLAM

Date: 12/1/99

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SECRETARY OF STATE
TALLAHASSEE FLORIDA