

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
11/24/97

CHARTER NUMBER: 997618
ROLL AND FRAME: 6068-1163

CORPORATION:

BULLDOG DIRECT PROTECTIVE SYSTEMS INC.

06068-1163

DOCUMENT NUMBER	CODE	FEE
97112127301	ARF	85.00
97112127301	MIS	10.00

051540

RETURN TO: DOUGLAS M. CASE
ATTN M C CASE
8700 OLD INDIAN HILL RD
CINCINNATI OH 45243-3724

TOTAL : 95.00

0441

~~6068-1164~~



The State of Ohio

Bob Taft

Secretary of State

997618

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF MIS

of:

BULLDOG DIRECT PROTECTIVE SYSTEMS INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 6068 at Frame 1165 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 21ST day of NOV

A.D. 19 97



Bob Taft
Bob Taft
Secretary of State

06068-1165

97112129301
APPROVED
BY [Signature]
DATE 11/21/97
FEE \$85.00

ARTICLES OF INCORPORATION

OF

BULLDOG DIRECT PROTECTIVE SYSTEMS INC.

The sole incorporator, desiring to form a corporation for profit under the General Corporation Law of Ohio, certifies:

ARTICLE ONE

NAME

The name of the corporation shall be Bulldog Direct Protective Systems Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The place in the State of Ohio where the corporation's principal office is to be located is 2219 Crane Avenue, Cincinnati, Hamilton County, Ohio.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is formed is to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.99, inclusive, of the Ohio Revised Code.

ARTICLE FOUR

NUMBER OF SHARES

The maximum number of shares that the corporation is authorized to have outstanding is 850 shares, all of which shall be common shares without par value.

ARTICLE FIVE

PREEMPTIVE RIGHTS

No holder of shares of the corporation shall have any preemptive right to subscribe for or to purchase any shares of the corporation of any class, whether those shares or that class be now or later authorized.

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ARTICLE SIX

REDEMPTION

The corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at a price and on terms that may be agreed on between the corporation and the selling shareholder or shareholders.

Dated: November 20, 1997

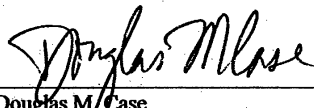

Douglas M. Case, Incorporator

06068-1167

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being the sole incorporator of Bulldog Direct Protective Systems Inc. hereby appoints Douglas M. Case to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is: 8700 Old Indian Hill Road, Cincinnati, Ohio 45243.

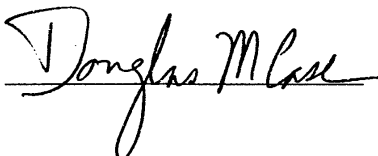
Date: November 20, 1997


Douglas M. Case

ACCEPTANCE

I, Douglas M. Case, hereby accept the appointment to act as statutory agent of Bulldog Direct Protective Systems Inc. upon whom process, tax notices or demands may be served.

Date: November 20, 1997



DOUGLAS M. CASE
LAW OFFICES

8700 OLD INDIAN HILL ROAD
CINCINNATI, OHIO 45243-3724

OFFICE: (513) 561-1560
FAX: (513) 561-1760
E-MAIL: dcaselaw@aol.com

06068-1168

DOUGLAS M. CASE
Also admitted in New York,
New Jersey and California

Of Counsel
ULDS KORDONS
Also admitted in
New York and Indiana

ALFRED K. WHITE, JR.
Admitted only
in New York

International Consultant
EMILIO ARANGO
Not admitted in the U.S.
Admitted only in Cuba

November 20, 1997

VIA UPS NEXT DAY AIR

Secretary of State - Incorporation Section
State Office Tower - 14th Floor
30 East Broad Street
Columbus, Ohio 43215

Dear Sir/Madam:

Enclosed please find two executed copies of the Articles of Incorporation for a new corporation to be called Bulldog Direct Protective Systems Inc. with the appointment of statutory agent attached. A check in the amount of \$95.00, payable to the Secretary of State, is also enclosed constituting \$85.00 for the filing fee to incorporate and \$10.00 to expedite the filing.

Please file these Articles as soon as possible, certify one copy, and return the certified copy to me at the above address. If there are any questions or problems with this filing, please call me at (513) 561-1560. Thank you.

Very truly yours,

Marilyn C. Case

Marilyn C. Case
Paralegal

MCC
Enclosures