

CERTIFICATE OF INCORPORATION
OF
COMMONWEALTH PROTECTION INSTITUTE

FIRST: The name of the corporation (hereinafter called the "corporation") is
COMMONWEALTH PROTECTION INSTITUTE

SECOND: The address, including street, number, city, and county, of the registered office of the corporation in the State of Delaware is 2711 Centerville Road, Suite 400, City of Wilmington 19808, County of New Castle; and the name of the registered agent of the corporation in the State of Delaware at such address is The Company Corporation.

THIRD: The purpose of the corporation is : Educational foundation for private security and personal protection specialists.

It is also organized for purposes which are exclusively religious, charitable, scientific, literary, and education within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

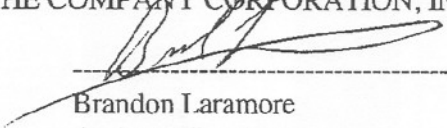
FOURTH: The corporation shall not have any capital stock, and the conditions of the membership shall be stated in the bylaws.

FIFTH: The name and the mailing address of the incorporator are as follows:

THE COMPANY CORPORATION
2711 CENTERVILLE ROAD, SUITE 400
WILMINGTON, COUNTY OF NEW CASTLE
DE, 19808

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed signed and acknowledged this certificate of incorporation this nineteenth day of July, A.D. 2005.

THE COMPANY CORPORATION, INCORPORATOR



Brandon Laramore
Assistant Secretary

City of Wilmington
County of New Castle
Dated: July 19, 2005

ORGANIZATION ACTION IN WRITING OF INCORPORATOR

OF

COMMONWEALTH PROTECTION INSTITUTE

The following action is taken this day through this instrument by the incorporator of the above corporation:

1. The election of the following person[s] to serve as the director[s] of the corporation until the first annual meeting of stockholders and until their successors are elected and qualified or until their earlier resignation or removal:

MATTHEW A LEFANDE
KENNETH M. ELLIOTT
WILLIAM WHITE

The Company Corporation, Incorporator

By: 

Name: Brandon Laramore
Assistant Secretary