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FLORIDA STATE  
SECRETARY OF CORPORATIONS  
95 FEB 16 PM 2:32

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

800 S.W. 87 AVENUE #10

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

(904) 85-6735

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALARM CENTRAL TECHNOLOGY INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 9:00

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF INCORPORATION  
OF  
ALARM CENTRAL TECHNOLOGY INC.

WE, the undersigned, do hereby associate ourselves together and subscribe these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, Chapter 607 and subject to the following provisions:

ARTICLE ONE

The name of the Corporation shall be:  
ALARM CENTRAL TECHNOLOGY INC.

ARTICLE TWO

The principal office of the corporation shall be located at:  
2505 W 9TH LANE  
HIALEAH, FL 33010

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE THREE

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The specific and primary purposes for which this corporation is formed are, but not limited to:

- A. Security Alarm Monitoring Services, and all other services directly or indirectly related to the securing of homes, offices and business in general.
- B. To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, ware, merchandise, real and personal property and services of every class, kind and description.
- C. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses

in the State of Florida, and in all other states, districts, territories, countries or colonies.

- D. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- C. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- F. To acquire by purchase, subscription or otherwise and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chose in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof, to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and rights to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement, and enhancement in value thereof.
- G. In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any and all things hereinabove set forth to the same extent as natural persons might or could do.

#### ARTICLE FOUR

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provided, any action of such Board may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the By-Laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by the law whether said stock shall be fully or partially

paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

This corporation shall have three (3) directors initially. The number of directors may be increase or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1), not more the five (5).

#### ARTICLE FIVE

The maximum number of shares of stock which the corporation shall have outstanding at any time shall be Five hundred (500) shares of common stock having No Par Value. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in any other assets transferred to the corporation, at a true valuation as of the time of the exchange for stock.

Except as otherwise prescribed by Florida law, each share shall entitle the holder thereof to one vote.

#### ARTICLE SIX

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the corporation, and a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of this corporation or by reason if any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer and shall reimburse such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against or reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or as directors, or officer, of such other corporation. Any director, individual or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the

corporation, provided the fact that his interest should be disclosed or should have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken, and any director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

#### ARTICLE SEVEN

The names and post office addresses of the members of the First Board of Directors who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

#### BOARD OF DIRECTORS

Reinaldo C. Franco	2505 W 9 Lane Hialeah FL 33010
Kelly Fraga	2623 W 70th St. Hialeah FL 33016
Mitchell Delgado	5590 W 6th Ave. Hialeah FL 33012

#### ARTICLE EIGHT

The names and post office addresses of each of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESSES</u>
Reinaldo C. Franco	2505 W 9 Lane Hialeah FL 33010

#### ARTICLE NINE

This corporation shall have full power to carry on and transact each or all of the business enumerated in Article Three of these Articles of Incorporation, and shall have all the general and additional powers now and hereafter conferred upon it by Law.

#### ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE ELEVEN

The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

ARTICLE TWELVE

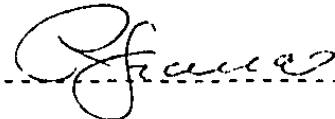
The registered Agent for service of process in the State of Florida, and its registered office shall be:

Reinaldo C. Franco 2505 W 9th Lane Hialeah FL 33010

ARTICLE THIRTEEN

The shareholders may at their sole discretion, repeal, alter or amend the By-Laws of this Corporation as provided under Chapter 607.081 of the Florida Statutes, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this Nineteenth day of March, 1994.

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned 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 : ALARM CENTRAL TECHNOLOGY INC.
2. The name and address of the registered agent and office is:  
2505 W 9TH LANE HIALEAH FL 33010

Having been named as registered agent and to accept service of process 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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

