



**THE UNITED STATES
CORPORATION
COMPANY**

F94000003273

**FILED
97 APR 18 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ACCOUNT NO. : 072100000032

REFERENCE 335667 80354B

AUTHORIZATION

Patricia Pyzdek

COST LIMIT : \$ 96.25

ORDER DATE : April 18, 1997

ORDER TIME : 9:31 AM

ORDER NO. : 335667-005

CUSTOMER NO: 80354B

*name
change
amend*

CUSTOMER: Randolph J. Rush, Esq
Winderweedle Haines, P.a.
5th Floor
250 Park Avenue, South
Winter Park, FL 32789

700002147457--5

FOREIGN FILINGS

NAME: SENTRY ALARM SYSTEMS OF
AMERICA, INC.

XX PROFIT
 NON-PROFIT

 CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

4/18/97	<i>Don</i>
<i>Don</i>	<i>Don</i>
<i>Don</i>	<i>Don</i>
<i>Don</i>	<i>Don</i>
<i>Don</i>	<i>Don</i>

**RECEIVED
97 APR 18 AM 10:41
TALLAHASSEE, FLORIDA**

984-222-5513 CSC

898 F03/03 APR 16 '97 17:44

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

(s. 607.1504, F.S.)

FILED
97 APR 18 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Sentry Alarm Systems of America, Inc.
Name of corporation as it appears on the records of the Department of State.

2. Incorporated under laws of: State of Delaware

3. Date authorized to do business in Florida: June 21, 1994

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

April 16, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Entergy Security Corporation

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

David W. Carter
Signature

David W. Carter

Typed or printed name

4/17/97
Date

President

Title


State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SENTRY ALARM SYSTEMS OF AMERICA, INC.", CHANGING ITS NAME FROM "SENTRY ALARM SYSTEMS OF AMERICA, INC." TO "ENTERGY SECURITY CORPORATION", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF APRIL, A.D. 1997, AT 3:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.

2372770 8100
971123613





Edward J. Freel, Secretary of State

AUTHENTICATION: 8423306
04-16-97
DATE:

SENTRY/SSI

04/16/97 WED 15:06 FAX 919 782 8113

1 813 441 3999
TEL: 1-813-441-3999
W C & S

Apr 16 97 14:20 No.007 P.03
0004

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

Sentry Alarm Systems of America, Inc.

a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Sentry Alarm Systems of America, Inc.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

The name of the corporation shall be changed to: Energy Security Corporation.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said Sentry Alarm Systems of America, Inc. has caused this certificate to be signed by

David W. Carter an Authorized Officer,
this 16th day of April, 19 97.

BY: David W. Carter

TITLE OF OFFICER: David W. Carter, President and CEO