

CT CORPORATION SYSTEM

F01000004111

CORPORATION(S) NAME

Guarded Networks, Inc.

FILED
01 AUG -3 PM 12:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

100004514201--4

-08/03/01--01026--010

*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
<input type="checkbox"/> Mail Out	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
2001 AUG 3 AM 10:42
NOT RECORDED
DO NOT ACKNOWLEDGE
SUFFICIENCY OF FILING

5

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

8/3/01

Order#: 4706128

Ref#: _____

Amount: \$ _____

CB

BK

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

FILED
01 AUG -3 PM 12:47
TALLAHASSEE
STATE OF FLORIDA

1. Guarded Networks, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 65-1051963

(FEI number, if applicable)

4. October 23, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2525 Embassy Drive, Suite 10

Cooper City, Florida 33026

(Current mailing address)

The company provides network security consulting, network security monitoring

8. through managed security devices offerings and education services.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Richard S. Dobrow

Office Address: 2525 Embassy Drive, Suite 10

Cooper City

, Florida, 33026

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

~~NOT FOR OFFICIAL USE~~

Richard S. Dobrow

(Registered agent's signature)

Richard S. Dobrow

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: None

Address: _____

Vice Chairman: None

Address: _____

Director: Richard S. Dobrow

Address: 2525 Embassy Drive, Suite 10

Cooper City, Florida 33026

Director: Alex Zappani

Address: 2525 Embassy Drive, Suite 10

Cooper City, Florida 33026

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Richard S. Dobrow
and CEO

Address: 2525 Embassy Drive, Suite 10

Cooper City, Florida 33026

Vice President: See attached list.

Address: _____

Secretary: Thomas R. Neclerio

Address: 2525 Embassy Drive, Suite 10

Cooper City, Florida 33026

Treasurer: Richard S. Dobrow

Address: 2525 Embassy Drive, Suite 10

Cooper City, Florida 33026

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Richard Dobrow* 8/1/01
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard S. Dobrow, President
(Typed or printed name and capacity of person signing application)

FILED
01 AUG -3 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA BY
GUARDED NETWORKS, INC.**

Continuation of B. OFFICERS: List of Vice Presidents

Name

Office(s)

Sajid Khan
2525 Embassy Drive, Suite 10
Cooper City, Florida 33026

Vice President of Managed Services

Lisa Turk
2525 Embassy Drive, Suite 10
Cooper City, Florida 33026

Vice President of Finance and
Administration

Thomas Neclerio
2525 Embassy Drive, Suite 10
Cooper City, Florida 33026

Vice President of Technology

Brian Otte
2525 Embassy Drive, Suite 10
Cooper City, Florida 33026

Vice President of Corporate
Development

Alex Zappani
2525 Embassy Drive, Suite 10
Cooper City, Florida 33026

Executive Vice President of
Operations

FILED
NOV -3 PM 12:47
CLERK OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE

FILED
01 AUG -3 12:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GUARDED NETWORKS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JULY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

3305994 8300

AUTHENTICATION: 1269005

010368624

DATE: 07-30-01

PAGE 1



010368624
Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State