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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FOREIGN PROFIT QUALIFICATION

National Guardian Security Services, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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.

1. National Guardian Security Services, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 20-3084730

(FEI number, if applicable)

4. 07/01/2005

(Date of incorporation)

5. Perpetual

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

6. 07/01/2005

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 30 Oakwood Avenue, Norwalk, CT 06850

(Principal office address)

same

(Current mailing address)

8. See Attachment

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

C T Corporation System

By: 

(Registered agent's signature)

Jeffrey R. Graves
Assistant Secretary

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 business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: Mitchell L. Hollin

Address: 1811 Chestnut Street

Philadelphia, PA 19103

Vice Chairman: _____

Address: _____

Director: George V. Flagg

Address: 30 Oakwood Avenue

Norwalk, CT 06850

Director: _____

Address: _____

B. OFFICERS *SEE ATTACHMENT*

President: George V. Flagg

Address: 30 Oakwood Avenue

Norwalk, CT 06850

Vice President: _____

Address: _____


Secretary: George V. Flagg

Address: 30 Oakwood Avenue Norwalk, CT 06850

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. GEORGE V. FLAGG, PRESIDENT
(Typed or printed name and capacity of person signing application)

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Attachment to Florida

Purpose Clause

Providing the sale, installation and service of electronic security services equipment and systems and engaging in any and all activities incident thereto.

Officers & Directors

- | | | |
|----|-------------------|-------------------|
| 1. | Full Name: | George V. Flagg |
| | Officer/Director: | Officer, Director |
| | Officer's Title: | President |
| | Director's Title: | Other Director |
| | Business Address: | 30 Oakwood Avenue |
| | City: | Norwalk |
| | State: | CT |
| | ZIP Code: | 06850 |
| 2. | Full Name: | George V. Flagg |
| | Officer/Director: | Officer |
| | Officer's Title: | Secretary |
| | Business Address: | 30 Oakwood Avenue |
| | City: | Norwalk |
| | State: | CT |
| | ZIP Code: | 06850 |

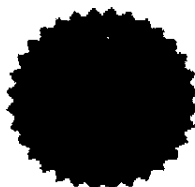
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL GUARDIAN SECURITY SERVICES, 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 EIGHTEENTH DAY OF OCTOBER, A.D. 2005.

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



3538675 8300

050849825

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4233143

DATE: 10-18-05