



THE UNITED STATES
CORPORATION
COMPANY

97000006698

ACCOUNT NO. : 072100000032

REFERENCE : 618285 9451A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : December 2, 1997

ORDER TIME : 10:01 AM

ORDER NO. : 618285-005

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CUSTOMER NO: 9451A

CUSTOMER: Aubrey Dicus, Esq
Battaglia Ross Dicus &
First Union Building
980 Tyrone Boulevard
St. Petersburg, FL 33710

W97-26915

FOREIGN FILINGS

NAME: PRO TECH MONITORING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

DIVISION OF CORPORATION

97 DEC -2 PM 1:20

RECEIVED

97 DEC -2 AM 10:13

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

W/12/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 2, 1997

CSC
ATTN: DEBORAH SCHRODER

SUBJECT: PRO TECH MONITORING, INC.
Ref. Number: W97000026915

RESUBMIT
Please give original
submission date as file date.

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00056993

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97 DEC 18 AM 10:04
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. Pro Tech Monitoring, 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. 59-3478800
(FEI number, if applicable)
4. November 6, 1997
(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. 2708 Alfermate 19 North, Suite 503
Palm Harbor, Florida 34683
(Current mailing address)
8. Personnel tracking devices
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

By: Karen B. Rozar

(Registered agent's signature)

Karen B. Rozar, As Its Agent

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: J. Mitchell Reese

Address: 1001 Pennsylvania Ave., N.W., Suite 220 South

Washington, D.C. 20004

Director: Brian D. Bailey

Address: 1001 Pennsylvania Ave., N.W., Suite 220 South

Washington, D.C. 20004

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

President: Robert Martinez

Address: 2708 Alternate 19 North, Suite 503

Palm Harbor, Florida 34683

Vice President: Hoyt Layson

Address: 2708 Alternate 19 North, Suite 503

Palm Harbor, Florida 34683

Secretary: George Knutsson

Address: 2708 Alternate 19 North, Suite 503

Palm Harbor, Florida 34683

Treasurer: George Knutsson

Address: 2708 Alternate 19 North, Suite 503

Palm Harbor, Florida 34683

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Robert Martinez, President

(Typed or printed name and capacity of person signing application)

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Addendum

Directors

Director: Johnston C. Staples
Address: 2708 Alternate 19 North, Suite 503
Palm Harbor, Florida 34683

Officers

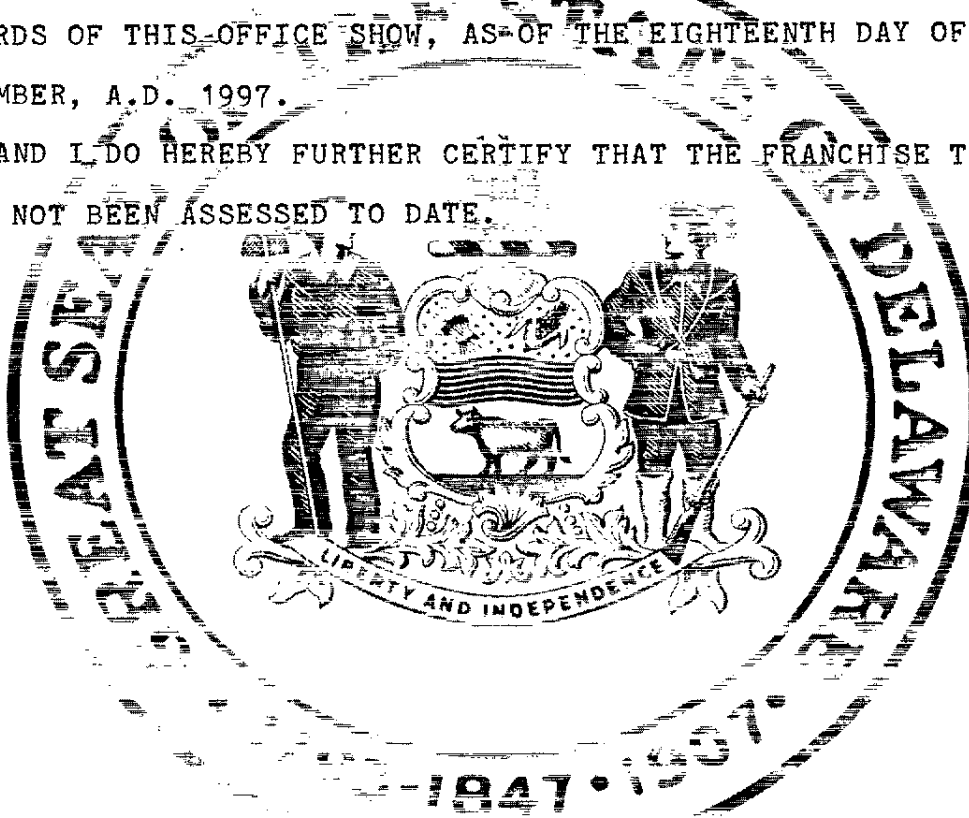
Chief Executive Officer: Johnston C. Staples
Address: 2708 Alternate 19 North, Suite 503
Palm Harbor, Florida 34683

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRO TECH MONITORING, 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 NOVEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8762432

DATE: 11-18-97