

# M080000005384

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Sonitrol Franchise Company, L.L.C.**

|                       |          |
|-----------------------|----------|
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Sonitrol Franchise Company, L.L.C.  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. 26-3469763  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 09/24/2008 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 55 Shuman Blvd., Ste. 900, Naperville, IL 60563  
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Please see attached list

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Distribution of Sonitrol brand products and services.

Kara J. Dean  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Kara J. Dean, Asst. Secy. / Manager  
Typed or printed name of signer

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Sonitrol Franchise Company, L.L.C.

If name unavailable, the alternate name to be used in the state of Florida is:

\_\_\_\_\_

2. The name and the Florida street address of the registered agent and office are:

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(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

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*Having been named as registered agent and to accept service of process for the above stated limited liability company 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 to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

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By: \_\_\_\_\_

(Signature)

**CALVINA ARMENTA-GRAY**  
**SPECIAL ASSISTANT SECRETARY**

|           |                                  |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application       |
| \$ 25.00  | Designation of Registered Agent  |
| \$ 30.00  | Certified Copy (optional)        |
| \$ 5.00   | Certificate of Status (optional) |

SONITROL FRANCHISE COMPANY, L.L.C.

Director/Manager

Address \*

Lance A. (Tony) Byerly  
D. Brett Bontrager  
Bruce H. Beatt

Officer/Manager

|                        |  |
|------------------------|--|
| Lance A. (Tony) Byerly | President and COO  |
| Brian E. Kaner         | Vice President and CFO                                   |
| Daniel M. Bresingham   | Vice President, Finance                                  |
| Steven G. Walker       | Director of Operations                                   |
| Christopher Benvau     | Vice President, National Account Sales                   |
| Bill Fitzhenry         | Vice President, US Field Sales                           |
| Michael D. Bishop      | Regional Vice President                                  |
| James G. Kopplin       | VP Field Operations                                      |
| Edward P. Pedersen     | Regional Vice President                                  |
| Ken Teifer             | Regional Vice President                                  |
| Jeff Davis             | Regional Vice President                                  |
| Mary E. Brown          | Director of Operations                                   |
| Pete Straka            | Vice President, HR                                       |
| Todd R. Leggett        | Vice President & General Manager,<br>Sonitrol Operations |
| Donald Allan, Jr.      | Vice President and Controller                            |
| Michael A. Bartone     | Vice President, Corporate Tax                            |
| Gregory P. Smulski     | Vice President, Real Estate                              |
| Craig A. Douglas       | Vice President and Treasurer                             |
| Yannick L. Croiger     | Assistant Treasurer                                      |
| Catherine S. Ennis     | Assistant Treasurer                                      |
| Bruce H. Beatt         | Secretary  |
| Kathryn P. Sherer      | Assistant Secretary                                      |
| Kara J. Dean           | Assistant Secretary                                      |
| Donald J. Riccitelli   | Assistant Secretary                                      |
| Theodore C. Morris     | Assistant Secretary                                      |

Address \*

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The business address of the Directors and Officers of the company is:  
1000 Stanley Drive  
New Britain, CT 06053

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SONITROL FRANCHISE COMPANY, L.L.C." IS DOLY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF DECEMBER, A.D. 2008.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SONITROL FRANCHISE COMPANY, L.L.C." WAS FORMED ON THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2008.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7013564

DATE: 12-10-08