

# N00000005524



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 810146 80457A

AUTHORIZATION : *Patricia Pizano*

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ORDER DATE : August 24, 2000

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CUSTOMER NO: 80457A

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CUSTOMER: Ms. Laura Buckley  
Black, Sims, Hubka, Burnett,  
Birch & Rawnsley, LLP  
501 North Grandview Avenue  
Post Office Drawer 265669  
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: EMERGENCY CALL SYSTEMS  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156  
EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS  
00 AUG 24 PM 1:47

*g 8/24/00*

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DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**

**OF**

**EMERGENCY CALL SYSTEMS ASSOCIATION, INC.**

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**THE UNDERSIGNED**, hereby execute these Articles of Incorporation pursuant to Florida Statutes §617 for the purpose of forming a corporation, and certify:

1. **Name.** The name of the corporation is:

**EMERGENCY CALL SYSTEMS ASSOCIATION, INC.**

2. **Street Address.** The street address of the initial principal office is **220 Fentress Boulevard, Daytona Beach, Florida 32114.**

3. **Purpose.** The purposes for which the corporation is formed are for non-profitable purposes, no part of the net earnings of which enure to the benefit of any private member, and which organization will operate under Section 501(c)(4) or Section 501(c)(6) of the Internal Revenue Code of 1986 and as subsequently amended being a non-profit organization organized in the manner of a business league. The purpose of the corporation is to establish product performance standards for the emergency call systems manufactured by the members in order to enhance the value of life safety systems and to promote the importance of adherence to quality standards adopted by the organization. The purpose of the corporation is further to do all things and operate in all manner as allowed by Florida law in conformance with the purposes of the organization.

4. **Directors.** There are to be ten (10) directors of the corporation, each of which shall be elected by a corporate member. The method of election, term of office and other aspects of the office of director shall be stated in the Bylaws.

5. **Exempt Status.** This corporation is established so as to attract support from its members in the form of dues, contributions or loans. It has not been formed for pecuniary benefit or financial gain, and no part of the assets, income or profit of the corporation is distributable to or inures to the benefit of its directors or officers.

6. **Registered Office.** The street address of the registered office of the corporation is **220 Fentress Boulevard, Daytona Beach, Florida 32114** and the name of its initial registered agent at that address is **Brian Dawson**. His written acceptance of appointment as registered agent is set forth below.

7. **Name and Address of Each Incorporator.** The name and address of the incorporator is:

**BRIAN DAWSON  
220 FENTRESS BOULEVARD  
DAYTONA BEACH, FLORIDA 32114.**

8. **Distribution on Dissolution.** In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to a trade organization similar in purpose to this organization and one which qualifies under Section 501 of the Internal Revenue Code as being exempt from income taxation.

9. **Income and Distribution.** No part of the income of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

10. **Members.** Membership shall be open to companies, corporations and other organizations which are actively engaged in the manufacture and sale of emergency call systems.

11. **Self Dealing.** The corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

12. **Excess Business Holdings.** The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

13. **Prohibited Investments.** The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

14. **Powers.** The corporation shall have all of the powers under Florida law and as specifically set forth in Florida Statutes §617.0302, and as subsequently amended which are not inconsistent with those powers stated herein.

THE UNDERSIGNED INCORPORATOR hereby executes these Articles of Incorporation this 22<sup>nd</sup> day of August, 2000, and direct their filing with the Department of State for the State of Florida. The corporation shall commence operations upon the filing hereof.

EMERGENCY CALL SYSTEMS ASSOCIATION, INC.  
INCORPORATOR:

BY: Brian Dawson  
BRIAN DAWSON

**ACCEPTANCE OF REGISTERED AGENT**

THE UNDERSIGNED, being the person named in the articles of incorporation of **EMERGENCY CALL SYSTEMS ASSOCIATION, INC.**, as the registered agent of this corporation, hereby consents to accept service of process for the above stated corporation at the place designated in the articles of incorporation, and accepts the appointment as registered agent and agrees to act in this capacity.

THE UNDERSIGNED further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Brian Dawson  
BRIAN DAWSON, REGISTERED AGENT

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STATE OF FLORIDA  
COUNTY OF VOLUSIA

THE FOREGOING Articles of Incorporation of **EMERGENCY CALL SYSTEMS ASSOCIATION, INC.** were acknowledged before me by **BRIAN DAWSON**, to me known to be the Incorporator, and he (a) X is personally known to me; (b) \_\_\_\_\_ provided the following form of identification: \_\_\_\_\_, this 22 day of August, 2000.

Donna M. Schimmer

Notary Public  
My Commission Expires:



DONNA M. SCHIMMER  
COMMISSION # CC 603645  
EXPIRES NOV 24, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.