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Requester's Name

Address

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -2 PM 3:19

FILED

CORPORA George J. Hutton
115 Lithia Pinecrest Road,
Brandon, FL 33511

ENT NUMBER(S), (if known):

100003411981--7

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*****78.75 *****78.75

1. _____
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

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(Corporation Name)

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4. _____
(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

10/4
ajc

ARTICLES OF INCORPORATION
OF
HORIZON VEHICLE PROTECTION SYSTEMS, Inc.

The undersigned subscriber to these Articles of Incorporation hereby associate themselves together to form a Corporation for profit under the Laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation shall be HORIZON VEHICLE PROTECTION SYSTEMS, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be

115 Lithia Pinecrest Road,
Brandon, FL 33511

Name and address of the initial registered agent is:

George J. Hutton
115 Lithia Pinecrest Road,
Brandon, FL 33511

The Board of Directors may, from time to time designate such other addresses and place for the principal office of this Corporation as it may deems fit.

ARTICLE III

NATURE OF THE BUSINESS

The nature of the business of this Corporation shall be providing services to groups and individuals groups that are interested and needing all fashions of vehicle protection and tracking systems. Providing equipment hardware and computer software for vehicle protection and tracking recovery services for commercial and consumer uses. Providing services to individuals and groups for vehicle tracking and recovery for commercial and consumer applications.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to have outstanding at anytime is One Hundred Thousand (100,000) shares of common stock, each having the Par Value of \$1.00.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is One Hundred Thousand (\$100,000) Dollars.

ARTICLE VI

TERM OF EXISTENCE

This Corporation will have perpetual existence.

ARTICLE VII

DIRECTORS

The Corporation shall have four (4) Directors initially. The number of Directors may be changed from time to time by the By-Laws.

ARTICLE VIII

MANAGEMENT

The business and affairs of the Corporation shall be managed by the shareholders of the Corporation and the Board of Directors.

ARTICLE IX

INITIAL DIRECTORS

The names and addresses of the first Board of Directors and subscribers who shall hold office until their successors are elected and have qualified, are as follows:

George J. Hutton
115 Lithia Pinecrest Rd.,
Brandon, FL 33511

ARTICLE X

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon filing with the Secretary of State.

ARTICLE XI

BY-LAWS

The By-Laws of this Corporation shall be promulgated by the Board of Directors and approved by a majority of the stockholders at any regular meeting. Thereafter, the By-Laws may be amended, altered or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose and then ratified by a majority of the stockholders at their regular scheduled meeting.

ARTICLE XII

STOCK RESTRICTIONS

Restrictions of stock: No holder of shares of stock of this Corporation shall sell, assign, transfer, mortgage, alienate, pledge, hypothecate, or in any manner dispose of any stock of this Corporation which he/she owns or may hereafter acquire except as follows:

(A) Sale During Lifetime

Any shareholder who wishes to transfer his/her stock interest in this Corporation during his/her lifetime to his/her designated heirs shall do so at any time. Any shareholder may also have the option to offer to sell his/her stock interest to the Corporation. The Corporation will purchase the shares owned by the shareholder for the agreed price and upon the terms and conditions as provided by the By-Laws of this Corporation.

In the event that this Corporation is unable to purchase all or part of the shares of stock owned by the selling shareholder, because of the Corporation's financial condition or for any other reason, the remaining stockholders may do so for the agreed price and upon the same terms and conditions.

Each remaining shareholder may purchase such portion of the stock offered for sale as the number of his/her shares bears to the total number of shares owned by all shareholders other than those owned by the selling shareholder.

If the stock or any part of it is not purchased by the Corporation, or the remaining shareholders, the selling shareholder may dispose of his/her stock to another person.

(B) Purchase of Stock Upon Shareholders Death

Upon the death of a shareholder, all of his/her shares shall be transferred to his/her designated or legal heirs. In the case of no immediate heir that could claim ownership of the stock, the legal representative within six (6) months after the death of the shareholder shall offer to sell all of the deceased shares to the Corporation for the agreed price and upon the terms and conditions as provided by the By-Laws of this Corporation.

In the event that this Corporation is unable to purchase all or part of the shares of stock owned by the selling shareholder, because of the Corporation's financial condition or for any other reason, the remaining stockholders may do so for the same price upon the same terms and conditions.

Each remaining shareholder may purchase such portion of the stocks offered for sale as the number of his/her shares bears to the total number of shares owned by all shareholders other than those owned by the selling shareholder.

If the stock or any part of this is not purchased by the Corporation, or the remaining shareholders, the selling shareholder may dispose of his/her stocks to another person.

NOTICE OF SALE OF STOCK: The shareholder or his/her legal representative shall offer his/her shares for sale by giving written notice by certified mail to the Corporation. The shareholder or his/her legal representative shall offer his/her shares for sale by giving written notice by certified mail to the Corporation. The Corporation shall there-upon have thirty (30) days in which to make their purchase.

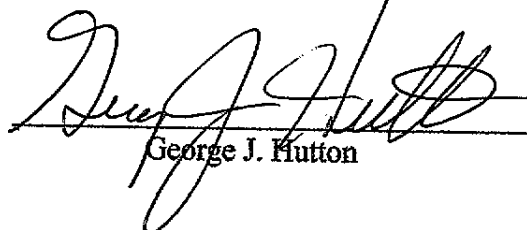
Endorsement on Stock Certificates: All certificates of this Corporation owned by shareholders shall be endorsed with the following statement: "The shares of stock represented by this certificate are subject to the stock restrictions as contained in the charter of this Corporation".

ARTICLE XIII

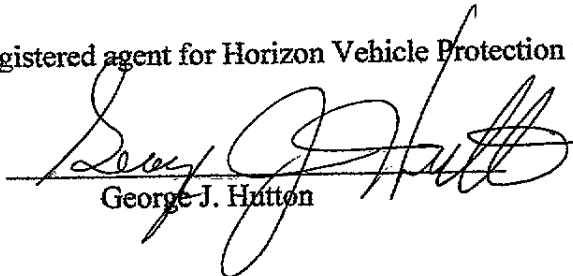
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at stockholders' meeting by a majority vote thereon, unless the Directors and all the stockholders sign a written consent manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 28 Day of September, 2000.


George J. Hutton

I, accept the designation as registered agent for Horizon Vehicle Protection Systems, Inc.


George J. Hutton

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, an officer duly authorized to take acknowledgments, on this day personally appeared GEORGE J. HUTTON, who represented to me Florida Drivers License

H350-310-38-325-D

who is to me well known to me to be the person who executed the foregoing Articles of Incorporation for the purpose herein stated.

WITNESS my hand and official seal this 28 day of September, 2000.


Notary Public

My commission expires:



Rachel M. Crowe
Commission # CC
Expires April
Bonded Through
Atlantic Bonding

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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