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CORNETT, GOOGE, ROSS & EARLE, P.A.

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JANE L. CORNETT HOWARD E. GOOGE* DEBORAH L. ROSS DAVID B. EARLE ELIZABETH P. BONAN

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*CERTIFIED CIRCUIT CIVIL MEDIATOR

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> (772) 286-2990 FAX (772) 286-2996

April 10, 2003

Secretary of State Division of Corporations Department of State 409 E. Gaines Street Tallahassee, Florida 32399

RE: COMPLETE ACCESS CONTROL OF CENTRAL FLORIDA, INC.

Dear Madam or Sir:

Enclosed for filing are an original and one copy of the Articles of Incorporation and Certificate of Resident Agent for **COMPLETE ACCESS CONTROL OF CENTRAL FLORIDA**, INC. Also enclosed is this firm's check in the amount of \$78.75, which represents the following:

Certification	\$ 8.75
Registered Agent Fee	\$35.00
Filing Fee	\$35.00

It is requested that, in accordance with Florida Statute 607.167, the commencement date for corporate existence shall be (date of signing articles).

Thank you for your assistance in this matter and should you have any questions, please do not hesitate to give me a call. Thave enclosed a prepaid Federal Express envelope for the return of the documents to my office.

Sincerely,

ind Stall

David B. Earle, Esq. /nth Enc.



ARTICLES OF INCORPORATION

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OF

TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is COMPLETE ACCESS CONTROL OF CENTRAL FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of one Dollar (\$1.00) Par Value Stock. All of said stock may be payable in any manner authorized by law.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price it is offered to the other purchasers.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3004 Summer Swan Drive, Orlando, Florida 32825, and the name of the initial registered agent of this corporation at that address is KAREN P. MAURO.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be increased or diminished from time to time according to the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this corporation is:

NAME

ADDRESS

KAREN P. MAURO, President

.

3004 Summer Swan Drive Orlando, FL 32825

JOHN H. LIEBER, Secretary / Treasurer

9231 SE Parkway Drive Hobe Sound, FL 33455

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are:

<u>NAME</u>

ADDRESS

JOHN H. LIEBER, Secretary / Treasurer

9231 SE Parkway Drive Hobe Sound, FL 33455

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board

of Directors as it may determine from time to time.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, as represented in person or proxy, shall constitute a quorum at any regular or special meeting of shareholders.

ARTICLE XI - NO REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove any Director without cause from office during his term.

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or Director, or any former officer or Director to the full extent permitted by law for any action or cause of action filed against him; such indemnity shall include the cost of retaining legal counsel and associated costs.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The commencement date of this corporation shall be April $\underline{-5}$, 2003.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder is subject to this reservation. Any such amendment shall require the concurrence of two-thirds (2/3) of the shares entitled to vote. IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles

of Incorporation this 8th day of April 2003. 2 Mr Evel

STATE OF FLORIDA) COUNTY OF Pala Baach

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN H. LIEBER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this g^{μ} day of f^{μ} , 2003.

NOTÁRY PUBLIC My Commission Expires:



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SECRETARY OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT FOR SERVICE OF PROCESS

for

COMPLETE ACCESS CONTROL OF CENTRAL FLORIDA, INC.

In pursuance of Chapter 48.091. Florida Statutes, the following is submitted in compliance with said

That COMPLETE ACCESS CONTROL OF CENTRAL FLORIDA, INC., desiring to

organize under the laws of the State of Florida with its principal office as indicated in the Articles of incorporation at the City of Orlando, County of Orange, State of Florida, has appointed KAREN P. MAURO 3004 Summer Swan Drive, Orlando, Florida 32825 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Aot;

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 2 day of April, 2003.

Karn P. Mauro