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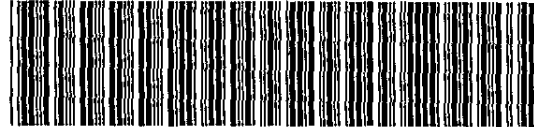
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DIVISION OF CORPORATE AFFAIRS
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October 25, 2004

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for **Key Holder Response, Inc.**

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for **Key Holder Response, Inc.**
I have also enclosed a check in the amount of \$78.75 representing the following fees:

1.	Filing Fee	\$	35.00
2.	Registered Agent Fee		35.00
3.	Certificate of Status		8.75
		\$	78.75

Please return all correspondence concerning this matter to the following:

Kraig H. Koach, Esquire
Kimbrough & Koach, LLP
1530 Cross Street
Sarasota, FL 34236

For further information concerning this matter, please call Kraig H. Koach, Esquire at 941-951-

1234.

Very truly yours,

KIMBROUGH & KOACH, LLP

Kraig H. Koach

Kraig H. Koach

KHK:jan
Enclosures

**ARTICLES OF INCORPORATION
OF
KEY HOLDER RESPONSE, INC.**

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The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be **KEY HOLDER RESPONSE, INC.** The principal place of business of this corporation shall be as follows:

Corporate Address:

832 Cedarcrest Court
Sarasota, FL 34232

ARTICLE II

TERM OF EXISTENCE

The term of existence of the corporation shall be perpetual.

ARTICLE III

NATURE OF BUSINESS

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV
CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is 1000 shares, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE V
REGISTERED AGENT

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

John Kenney
832 Cedarcrest Court
Sarasota, FL 34232

ARTICLE VI
BOARD OF DIRECTORS

The corporation shall have a Board of Directors of One (1) director initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The name and address of the person who shall serve as the initial director of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

John Kenney
832 Cedarcrest Court
Sarasota, FL 34232


ARTICLE VII
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Name and street address

John Kenney
832 Cedarcrest Court
Sarasota, FL 34232

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named,
for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has
executed these Articles of Incorporation this 25th day of October, 2004.



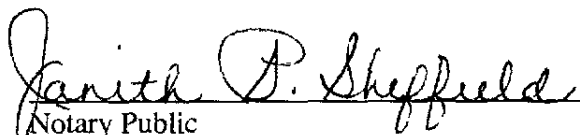
JOHN KENNEY

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 25th day of October, 2004,
by the party hereto, who is personally known to me and who did take an oath.



Janith P. Sheffield
MY COMMISSION # DD183617 EXPIRES
March 1, 2007
BOUNDED THRU TROY FAIN INSURANCE, INC.



Notary Public
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
SERVICE MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance
with said act:

First, that JOHN KENNEY, desiring to organize under the laws of the State of Florida,
with its principal office as indicated in the Articles of Incorporation, at City of Sarasota, County
of Sarasota, State of Florida, has named **JOHN KENNEY**, as its agent to accept service of
process within this State.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the above
Corporation. I accept the duties and obligations of Section 607.0505 Florida Statutes and agree
to comply with the provisions of all statutes relative to the proper and complete performance of
my duties.


JOHN KENNEY

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