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Division of Corporations

FAX NO.

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Fax Number : (850) 205-0381

From:

Account Name : BOIES, SCHILLER & FLEXNER, LLP.
Account Number : I19990000190
Phone : (305) 539-8400
Fax Number : (305) 357-8553

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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Security One Monitoring, Inc.

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FAX NO.

P. 02

FA#: H05-44074

**ARTICLES OF INCORPORATION OF
SECURITY ONE MONITORING, INC.**

**ARTICLE I
NAME**

The name of the Corporation is Security One Monitoring, Inc.

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is: 5747 North Andrews Way, Fort Lauderdale, Florida, 33309.

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which shall be designated "Common Shares."

Keith J. Blum, Esq.
Boies, Schiller & Flexner LLP
100 S.E. 2 Street, Suite 2800
Miami, Florida 33131-2144
Telephone: (305) 539-8400
Florida Bar Number: 0879185

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 100 S.E. 2 Street, Suite 2800, Miami, Florida, 33131-2144, and the name of the initial Registered Agent of this Corporation at that address is KTG&S Registered Agent Corporation.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

Name

Address

James Pasquarello

5747 North Andrews Way
Fort Lauderdale, Florida 33309

ARTICLE VIII
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of February, 2005.


James Pasquarello, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

THAT SECURITY ONE MONITORING, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED KTG&S
REGISTERED AGENT CORPORATION, LOCATED AT 100 S.E. 2 STREET, SUITE
2800, MIAMI, DADE, COUNTY, FLORIDA, 33131-2144 ITS REGISTERED AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.


James Pasquarello


Date: February 22, 2005

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

KTG&S Registered Agent Corporation

By: 
Keith J. Blum, Vice President

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