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# .CAPITAL CONNECTION, INC.

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# ARTICLES OF INCORPORATION

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OF

COMMERCIAL SECURITY ASSOCIATES, INC. JALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

#### ARTICLE I

#### NAME AND ADDRESS

The name of this corporation is COMMERCIAL SECURITY ASSOCIATES, INC. The principal address of the corporation shall be located at 390 North Orange Ave., Suite 1800, Orlando, Florida 32801.

#### ARTICLE II

#### DURATION

The period of its duration is perpetual.

#### ARTICLE III

# **PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

#### ARTICLE IV

# CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, with a \$1.00 par value.

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT

The name and address of the registered agent and office of this corporation is as follows:

> Todd M. Hoepker, Esquire 390 North Orange Avenue Suite 1800 Orlando, Florida 32801

#### ARTICLE VI

# INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three (3).

The names and addresses of the initial directors of this corporation are:

James T. Delahunty 104 Dumbarton Ct. Cary, NC 27511

Troy A. Sinitiere 408 Stonemeadow Road Clarksville, TN 37043

Jadiun V. Trout 160 Zimmer Lane Waynesburg, PA 15370

# ARTICLE VII

#### INCORPORATOR

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

Todd M. Hoepker, Esquire 390 North Orange Avenue Suite 1800 Orlando, Florida 32801

#### ARTICLE VIII

#### NON-RESIDENT DIRECTORS

The directors need not be residents of the State of Florida.

#### ARTICLE IX

# DIRECTORS' AUTHORITY TO FIX COMPENSATION

Director(s) shall have authority to fix the compensation of the officers of this corporation.

#### ARTICLE X

# AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. The power to adopt, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Shareholders by a majority vote.

# ARTICLE XI

#### INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

#### ARTICLE XII

# SHAREHOLDERS QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

# ARTICLE XIII

# REMOVAL OF DIRECTORS

OB MAY 30 PM 1:27 At a meeting of shareholders called expressly for Athat purpose, any one director, or the entire board of directors, they be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

#### ARTICLE XIV

#### INFORMAL ACTION

all the shareholders and directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders or the directors.

## ARTICLE XV

## RESTRICTIONS ON TRANSFER OF STOCK

Restrictions on the sale or transfer of the stock of this corporation may be set forth in a buy-sell agreement.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 2x day of \_\_\_

TODD M. HOEPKER

# STATEMENT OF REGISTERED AGENT

I hereby accept the appointment as registered agent, I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

> TODD M HOEPKER, ESQUIRE Registered Agent

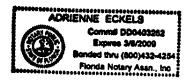
STATE OF FLORIDA)
:SS
COUNTY OF ORANGE)

BEFORE ME, the undersigned authority, personally appeared the following individual, TODD M. HOEPKER, ESQUIRE, to me known to be the person who executed the foregoing Articles of Incorporation, as Incorporator and Registered Agent, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of \_\_\_\_\_\_\_, 2006.

(SEAL)

Adrienne Eckels Notary Public State of Florida



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