

1-30-07  
WCC

ARTICLES OF INCORPORATION

OF

*REESE'S SECURITY SYSTEMS, INC.*

FILED  
2007 JUN 29 P 3:28  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person, domestic or foreign corporation, partnership, limited partnership or association, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name under which this corporation will conduct its business and be known and recognized is:

*REESE'S SECURITY SYSTEMS, INC.*

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

*SECURITY SYSTEMS CONTRACTOR*

To include any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III — CAPITAL STOCK

The maximum number and class of shares of stock that this corporation is authorized to have outstanding at any one time are: *100 shares no par value.*

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or services actually performed for the corporation. Neither promissory notes nor future services shall constitute payment for the issuance of shares.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment. Each share represents one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasury shares or convertible securities.

#### ARTICLE IV - TERM OF EXISTANCE

The corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the corporation to that effect takes place.

#### ARTICLE V - ADDRESS

The initial place of business and registered office address of this corporation in the State of Florida is:

*1531 NW 75 Terrace*

*Plantation, Florida 33313*

Its registered agent:

*Michael Reese*

The board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VI - SHAREHOLDERS

Shareholders meeting will take place once a year within or without the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in no event shall a Quorum consist of less than one third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest responsibilities on the Board of Directors.

#### ARTICLE VII - DIRECTORS

The corporation shall have two (2) Directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the by-laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have heretofore or hereafter taken or omitted by his as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for. No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interest in, or are directors of, such corporation; any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed to the Board of directors or such members thereof as shall be present at any meeting of the board at which such action upon any such contract or transaction be taken; and any director of the corporation who is also the director of officer of such corporation or is so interested may be counted in determining the existence of a Quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and any vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer and such other corporation or not so interested.

#### ARTICLE VIII - INITIAL DIRECTORS

The name and post office address of the members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Michael Reese	1531 NW 75 Terrace Plantation, Florida 33313
Carolyn Reese	1531 NW 75 Terrace Plantation, Florida 33313

ARTICLE IX - SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Michael Reese	1531 NW 75 Terrace Plantation, Florida 33313
Carolyn Reese	1531 NW 75 Terrace Plantation, Florida 33313

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only provisions as might be lawfully contained in the original article at the time of the amendment.

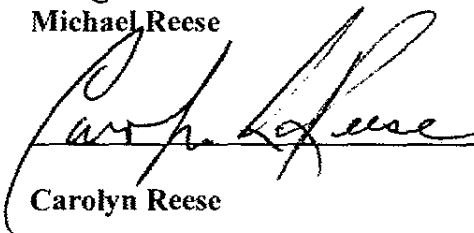
A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

Restated articles of incorporation may be adopted.

IN WITNESS WHEREOF, the parties to the Articles of Incorporation have hereunto set their hands and seals this 12 day of January, 2007.

 SEAL

Michael Reese

 SEAL

Carolyn Reese

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

In pursuance' of chapter 48.091, Florida State, the following is submitted, in compliance  
with said Act:

That Michael Reese, desiring to organize under the laws of the State of Florida with its  
principal office as indicated in the Articles of Incorporation at 1531 NW 75 Terrace, Plantation,  
Florida, 33313, City of Plantation, County of Broward, State of Florida,

ACKNOWLEDGEMENT

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

By Michael Reese

Resident Agent

FILED  
2001 JAN 29 P 3:29  
BROWARD COUNTY, FLORIDA