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Corporate Records
Florida Department of State
Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 23 PM 2:42

Re: Incorporation
All Fire and Security
Systems Inc.

Sir:

Enclosed you will find two executed articles of incorporation for
the above corporation and my firm check in the amount of \$122.50.

Please incorporate and return executed articles with certificate
from the Secretary of State.

I am respectfully,


Jerry Kahn Esquire

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01/21/95 01099 0906
444122.50 444122.50

SDC

CORPORATE ARTICLES
ALL FIRE & SECURITY SYSTEMS INC.

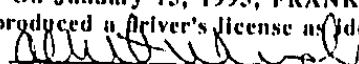
The undersigned, subscriber to these articles of incorporation, a natural person competent to contract, hereby presents these articles for the formation of a corporation under Florida law.

1. The name of the corporation shall be ALL FIRE & SECURITY SYSTEMS INC.
2. The corporation shall be organized to have a maximum of 100 shares of stock outstanding at any one time. The shares of the outstanding stock shall have a par value of \$1.00 per share.
3. The corporation may engage in any activity or business permitted in Florida.
4. The initial address of the principal office and registered office the name of the registered agent shall be FRANK HEGEDUS, 885 NE 79th St. Miami, FL. The board of directors shall from time to time move the office of the registered agent to any address in Florida.
5. Initially the corporation shall have 1 director and their number shall be increased or diminished from time to time by the by-laws adopted by the shareholders.
6. The amount of capital which the corporation shall begin business is \$501.00.
7. The corporation shall exist perpetually.
8. The name and address of the first board of directors is FRANK HEGEDUS, 885 NE 79th St. Miami, FL.
9. The name and post office address of the subscriber to these articles of incorporation and the number of shares he has agreed to take is FRANK HEGEDUS, 885 NE 79th St. Miami, FL. 100 shares.
10. These articles of incorporation may be amended in any manner provided by law. Every amendment shall be approved by the board of directors, proposed to them by the shareholders and approved at a shareholders' meeting by a majority of shares entitled to vote thereon, unless the shareholders and directors sign a written statement manifesting their intention that a certain amendment to these articles be made.

January 15, 1995
SUBSCRIBER
STATE OF FLORIDA
COUNTY OF DADE


FRANK HEGEDUS

On January 15, 1995, FRANK HEGEDUS acknowledged the foregoing instrument before me and produced a driver's license as identification and took an oath.


Notary Public State of Florida
My commission expires:



ALBERT WEIDHORN
My Comm. Exp. 1-7-96
Bonded By Service Ins. Co.
CC172817

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

First that ALL FIRE & SECURITY SYSTEMS INC., a corporation desiring to organize and qualify under the laws of Florida with its principal place of business in the city of Miami, Florida, has named FRANK HEGEDUS located at 885 NE 79th St. Miami, FL, as its agent to accept service of process in the state of Florida.

January 15, 1995


President FRANK HEGEDUS

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in the certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

January 15, 1995


REGISTERED AGENT FRANK HEGEDUS

FILED
CLERK OF DISTRICT COURT
95 JAN 23 PM 2:42