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OFFICE OF
BARR, MURMAN, TONELLI, HERZFELD & RUBIN

201 EAST KENNEDY BLVD., SUITE 901
POST OFFICE BOX 172118
TAMPA, FLORIDA 33672-0118
(813) 223-3951 • FACSIMILE (813) 229-2254 • TAX I.D. 59-1740815

BILLY R. BARR (OF COUNSEL)
JOHN R. DIXON
LEON H. JONES
ELLEN H. LORENZEN*
MITCHELL L. MEEKS
JAMES A. MURMAN
DANIEL H. SLEET
MICHAEL A. TONELLI

*BOARD CERTIFIED WORKERS
COMPENSATION LAWYER

HERZFELD & RUBIN
801 BRICKELL AVENUE, SUITE 1801
MIAMI, FLORIDA 33131
DADE COUNTY 381-7999
TELEFAX (305) 381-8203

HERZFELD & RUBIN
GULF ATLANTIC CENTER
1901 WEST CYPRESS CREEK ROAD
FT. LAUDERDALE, FLORIDA 33309
(305) 772-3099

HERZFELD & RUBIN
BOCA BANK CORPORATE CENTRE
7000 WEST PALMETTO PARK ROAD
SUITE 400
BOCA RATON, FLORIDA 33433
(407) 394-2160

April 10, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-04/13/95--01055--017
***122.50 ***122.50

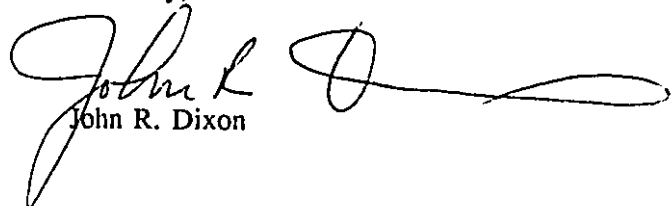
**RE: Articles of Incorporation of
AST Alarms, Inc.**

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation regarding **AST Alarms, Inc.** together with a certificate designating resident agent and a check in the amount of \$122.50 to cover the cost for filing same.

I appreciate your attention in this matter. If you should have any questions, please feel free to contact this office.

Sincerely,


John R. Dixon

JRD/slw
Enclosure as Indicated

ST
4/14

ARTICLES OF INCORPORATION
OF
AST ALARMS, INC.

FILED
55 APR 13 11:10
CLERK OF DISTRICT COURT
JACKSONVILLE, FLA.

I the undersigned, being of full age, do hereby, for the purpose of forming and organizing a corporation for profit under the provisions of the Corporation Laws of the State of Florida, adopt and declare the following Articles of Incorporation covering the existence and organization of the corporation.

ARTICLE I - NAME

The name of this corporation shall be:

AST ALARMS, INC.

ARTICLE II - DURATION

The existence of this corporation shall begin upon the filing with the Secretary of State's office, and thereafter the existence of this corporation shall be perpetual.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation shall be as follows:

- a. To engage in the manufacture and sale of tank alarm systems.
- b. To own real and personal property necessary for the rendering of the above services.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) per value common stock. Each of the said shares of stock shall entitle the holder thereof to One (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty (30) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1801 Twin Oaks Circle, Wimauma, FL 33598, and the name of the initial registered agent of this corporation is:

BILLY T. HUDSON.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

JAMES L. HUDSON, JR.
8610 Causeway Blvd.
Tampa, FL 33619

BILLY T. HUDSON
1801 Twin Oaks Circle
Wimauma, FL 33598

ARTICLE VII

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII - ISSUANCE OF SHARES

The shares of capital stock of this corporation shall be issued initially to:

JAMES L. HUDSON, JR. 50 Shares

BILLY T. HUDSON 50 Shares

ARTICLE IX - AMENDMENTS

The right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, is reserved unto the shareholders.

ARTICLE X - SUBSCRIBERS

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

JAMES L. HUDSON, JR. and BILLY T. HUDSON
1801 Twin Oaks Circle
Wimauma, FL 33598

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 6th day of April, 1995.


BILLY T. HUDSON

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 6th day of
April, 1995, personally appeared BILLY T.
HUDSON, to me well known to be the person described and who signed
the foregoing Articles of Incorporation, and acknowledged to me
that he executed the same freely and voluntarily, for the uses and
purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


Notary Public


Printed Name of Notary Public
STATE OF FLORIDA AT LARGE
My Commission Expires:

EILEEN P HALL
NOTARY STATE OF FLORIDA
PUBLIC My Comm Exp 6/4/96
COMM NBR CC206015

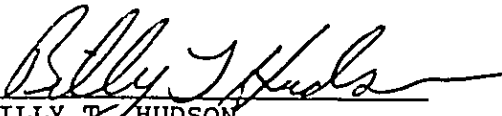
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That AST ALARMS, INC. desiring to organize or qualify under
the laws of the State of Florida, with its principal place of
business at 1801 Twin Oaks Circle, Wimauma, FL 33598 has named
BILLY T. HUDSON as its Agent to Accept Service of Process within
Florida.


BILLY T. HUDSON
TITLE: Subscriber
DATE: April 6, 1995

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 this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.


BILLY T. HUDSON
Resident Agent
DATE: April 6, 1995