

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-0171  
TALLAHASSEE, FL 32301

800-342-8086

**CSO networks**  
PROTECT HALL  
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 0721000000

REFERENCE : 631093 10259A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : July 5, 1995

ORDER TIME : 1:10 PM

ORDER NO. : 631093

CUSTOMER NO: 10259A

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-07/05/95--01051--040  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Kenneth G. Arsenault, Jr., Esq  
ARSENAULT & REARDON, PA

Suite 2  
10225 Ulmerton Road  
Largo, FL 34641

DOMESTIC FILING

NAME: PROTECH MONITORING, INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS: \_\_\_\_\_

T. BROWN JUL - 6 1995

FILED  
95 JUL - 5 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

95 JUL -5 AM 10-20  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. Name and Address. The name of this corporation is PROTECH MONITORING, INC. and the principal office and mailing address is 1400 Woodgrove Court, Palm Harbor, FL 34683.

2. Duration. The period of its duration is perpetual.

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

4. Capital Stock. The corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares, all of one class, at \$1.00 par value.

5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation is as follows:

JANET C. REARDON

10225 Ulmerton Road, Suite 2  
Largo, FL 34641

6. Initial Board of Directors. This corporation shall have one (1) director 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 one (1).

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

<u>Name</u>	<u>Address</u>
JANET C. REARDON	10225 Ulmerton Road, Suite 2 Largo, FL 34641

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

<u>Name</u>	<u>Address</u>
JANET C. REARDON	10225 Ulmerton Road, Suite 2 Largo, FL 34641

8. Bylaw Amendment. The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

9. Indemnification. The corporation may be empowered by resolution of the Board of Directors 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, pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

10. Informal Action of Directors. If a majority of the 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 Board of Directors.

11. Amendment of Articles. The power to amend these Articles of Incorporation shall vest in the Stockholders and Directors, in the manner produced by the Florida Statutes.

12. Pro-emptive Rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

13. Director Conflict of Interest. A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

14. Informal Action of Shareholders. Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned incorporator has  
executed these Articles of Incorporation this 30 day of June,  
1995.

Janet C. Reardon  
JANET C. REARDON  
Incorporator

I hereby accept and am familiar with the duties of being designated  
as Registered Agent.

Janet C. Reardon  
JANET C. REARDON  
Registered Agent

STATE OF FLORIDA )  
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this  
30th day of June, 1995 by JANET C. REARDON, who  
is (personally known to me) or (who has produced a drivers license  
as identification) and who (did/did not) take an oath.

Margaret D. Lifford  
Notary Public  
My Commission Expires:



Document Number Only

P95000052021

CORPORATION SYSTEM

Requestor's Name

100 East Jefferson Street

Address

Tallahassee, FL 32311 222-1992

City

State

Zip

Phone

CORPORATION(S) NAME

TALLAHASSEE, FLORIDA

97 OCT 21 PM 3:58

FILED

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|--|---|---|
| <input type="checkbox"/> Profit                | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger               |
| <input type="checkbox"/> NonProfit             |   |   |
| <input type="checkbox"/> Limited Liability Co. |   |   |
| <input type="checkbox"/> Foreign               | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark                 |
| <input type="checkbox"/> Limited Partnership   | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other (See Filing)   |
| <input type="checkbox"/> Reinstatement         | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.       |
|  |   | <input type="checkbox"/> Fic. Name            |
| <input type="checkbox"/> Certified Copy        | <input type="checkbox"/> Photo Copies           | <input checked="" type="checkbox"/> Xcus 1 ap |
| <input type="checkbox"/> Call When Ready       | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30           |
| <input checked="" type="checkbox"/> Walk In    |   | <input checked="" type="checkbox"/> Pick Up   |
| <input type="checkbox"/> Mail Out              |   |   |

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.F. Verifier

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 22, 1997

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: PROTECH MONITORING, INC.  
Ref Number: P95000052021

We have received your document for PROTECH MONITORING, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Joy Moon-French  
Corporate Specialist

Letter Number: 697A00051440



ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
PROTECH MONITORING, INC.

97 OCT 21 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\* \* \* \* \*

Pursuant to Section 607.1006 of the  
Florida Business Corporation Act

Protech Monitoring, Inc., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (hereinafter called the "Corporation") DOES HEREBY CERTIFY that:

FIRST: Article 4 of the Articles of Incorporation of the Corporation be, and it hereby is, amended to read as follows:

"4. Capital Stock. The corporation is authorized to issue Seven Hundred Fifty Thousand (750,000) shares, all in one class at \$.01 par value per share.

SECOND: The amendment was duly adopted on the 18th day of October, 1997, effective nunc pro tunc, October 17, 1996, by unanimous written consent of all of the Directors and Shareholders of the Corporation, in accordance with the Florida Business Corporation Act, including the provisions of Section 607.1006 thereof.

THIRD: The amendment will not adversely affect, in any way or manner, any existing or future rights or preferences of

shareholders.

IN WITNESS WHEREOF, the undersigned have hereunto set their signatures this 13<sup>th</sup> day of October, 1997.

PROTECH MONITORING, INC.,  
a Florida corporation

By: Robert Martinez ROBERT MARTINEZ,  
Its President

Attest: George Knutsson GEORGE KNUSSON,  
Its Secretary