

SENT AT:

: 8-23-95 : 18:25 :

HILL, WARD/HENDERSON-DIV

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H95000065444

8/23/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: HILL, WARD & HENDERSON, P.A.

DEPARTMENT OF STATE

101 E KENNEDY BLVD

STATE OF FLORIDA

SUITE 3700

409 EAST GAINES STREET

TAMPA FL 33602-5154311-

TALLAHASSEE, FL 32399

CONTACT: BARBARA A MURPHY

FAX: (904) 922-4000

PHONE: (813) 221-3900

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: VICON INTERNATIONAL MERCHANT SERVICES, INC.

FAX AUDIT NUMBER: H95000009359

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/23/1995

TIME REQUESTED: 18:00:49

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: 8-23-95 : 10:29 : HILL/WARD/HENDERSON- DIV OF CORPORATIONS: 2

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**ARTICLES OF INCORPORATION
OF
VICON INTERNATIONAL MERCHANT SERVICES, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

VICON INTERNATIONAL MERCHANT SERVICES, INC.

ARTICLE II

Address

The address of the principal office and the mailing address of this corporation shall be: 2424 N. Federal Highway, Suite 250, Boca Raton, Florida 33431.

ARTICLE III

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE IV

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Prepared by: Barbara A. Murphy
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900

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: 8-23-85 : 18:29 : HILL/WARD/HENDERSON- DIV OF CORPORATIONS: 3

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ARTICLE V

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. 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 actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 101 E. Kennedy Blvd., Suite 3700, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is DANIEL J. GIBBY. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0602, Florida Statutes.

ARTICLE VII

Incorporator

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Barbara A. Murphy	101 E. Kennedy Boulevard Suite 3700 Tampa FL 33602

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: 3-23-95 : 10:30 : HILL/WARD/HENDERSON- DIV OF CORPORATIONS: # 4


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ARTICLE VIII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

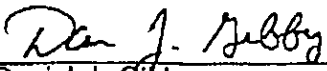
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.


Barbara A. Murphy, Incorporator

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature


Daniel J. Gibby

Date:

8/24/95

SEP 1 1995
TALLAHASSEE, FLORIDA
02 05 11 51 02

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From the Office of
Stephen M. Goodman
General Counsel

July 18, 1996

Division of Corporations
Dept. of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Name changes for Vicon International Merchant Services, Inc.

Dear Sir:

Enclosed please find Articles of Amendment to Articles of Incorporation for the following corporations:

Vicon International Merchant Services, Inc.

Please stamp the duplicate copies with the filing date and return in the self addressed and stamped envelopes that you already have. Thank you.

Sincerely,

Stephen M. Goodman

Stephen M. Goodman, Esq

enc

SMG/es

NC
XFF
9/20

FILED
56 JUL 22 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Vicon International Merchant Services, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1 Name: Vicon International Security Film Corp.

FILED
56 JUL 22 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 7/15/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 15 of July, 1996.

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Barbara Murphy

Barbara Murphy
Typed or printed name

Incorporator

Title

Restoring Balance

Admission

City State Zip

Phone # _____

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1

Corporation Name:

Document #1

42

at my station, and

Document # 1

3

compensation 5.000

Document is

3

Copyright Clearance Center, Inc.

(1) Document #1

☐ Walk in☐ Pick up time☐ Certified Copy☐ Mail out☐ Will wait☐ Photocopy

☐ Certificate of Status

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Receipt Statement
	Trademark
	Other

Examiner's Initials

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: Lucas Security Film Corp
- 1b. The mailing address of the corporation is: 900 N. Florida Bay, P.O. Box
1000, Ft. Pierce, FL 34946
- 1c. Date of incorporation: 8/24/75 Document number: P9300065448

2. The name and address of the current registered agent and office:

David J. Miller
900 N. Florida Bay, P.O. Box
1000, Ft. Pierce, FL 34946

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

900 N. Florida Bay, P.O. Box
1000, Ft. Pierce, FL 34946
1000, Ft. Pierce, FL 34946

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or
vice chairman of the board)

9/1/96
(Date)

[Signature]
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

9/1/96
(Date)

If signing on behalf of an entity:

[Signature]
(Typed or printed Name)

[Signature]
(Capacity)