

P960000011578

LAW OFFICE OF
PHILIP A. THARP

SUITE 104
1030 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

Board Certified in Taxation
TELEPHONE: (407) 848-1084
TELECOMIR: (407) 848-1408

February 1, 1996

VIA FEDERAL EXPRESS

EFFECTIVE DATE
2-1-96

Office of the Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

500001705805
-02/02/96--01064--015
****122.50 ****122.50

Re: BATTERY SYSTEMS, INC.

Gentlemen:

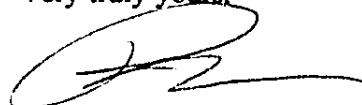
Enclosed for filing are an original and one executed copy of the Articles of Incorporation for the above-named corporation which need to be filed as soon as possible. Also enclosed is my firm check in the amount of \$122.50 representing \$35.00 filing fee, \$52.50 for certified copy and \$35.00 for designation of resident agent. After the Articles have been filed, please certify the enclosed copy and return it to me at the above address.

Please note that the effective date of incorporation is February 1, 1996, the date Articles of Incorporation were signed.

Thank you for your assistance in this matter.

AL FEB - 6 1996

Very truly yours,



Philip A. Tharp

PAT:jcb
enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB - 2 PM 3:47

ARTICLES OF INCORPORATION
OF

BATTERY SYSTEMS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

EFFECTIVE DATE 96 FEB -2 PM 3:47

2-1-96

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this Corporation is BATTERY SYSTEMS, INC.

ARTICLE II

PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1030 North Orange Avenue, Suite 104, Orlando, Florida 32801, and the mailing address is the same.

ARTICLE III

DURATION

This Corporation shall have perpetual existence commencing on the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE IV

PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$10.00 par value common stock.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 1030 North Orange Avenue, Suite 104, Orlando, Florida 32801, and the name of the initial registered agent of this Corporation at such address is PHILIP A. THARP.

ARTICLE VII

INITIAL DIRECTOR

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one. The name and address of the initial director of the Corporation are as follows:

PHILIP A. THARP
1030 North Orange Avenue
Suite 104
Orlando, Florida 32801

ARTICLE VIII

INCORPORATOR

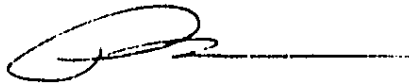
The name and address of the Corporation's incorporator are as follows:

PHILIP A. THARP
1030 North Orange Avenue
Suite 104
Orlando, Florida 32801

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida Law existing now or hereinafter enacted.

IN WITNESS WHEREOF, I have subscribed my name this 1st day of February, 1996.




PHILIP A. THARP, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The forgoing instrument was acknowledged before me by PHILIP A. THARP who is personally known to me or who has produced a current Florida driver's license as identification and who did take an oath.

Subscribed and sworn to before me this 1st day of February, 1996.



Notary Public
My Commission Expires: *March 25, 1996*



JEAN C. BAXLEY
MY COMMISSION # CC 186080 EXPIRES
March 25, 1996
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in these Articles of Incorporation, 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 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.

Dated: February 1, 1996



PHILIP A. THARP, Resident Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -2 PM 3:47

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P96000011518

LAW OFFICE OF
PHILIP A. THARP

ROUTE 104
1030 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

Board Certified in Taxation
TELEPHONE: (407) 840-1054
TELECOPIER: (407) 840-1405

September 17, 1996

Office of the Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

RECEIVED
SEP 20 1996
FILING
1:59 PM

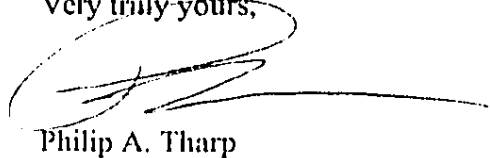
Re: BATTERY SYSTEMS, INC./BEST SECURITY INSTALLATIONS, INC.

Gentlemen:

Enclosed for filing are an original and one executed copy of the Articles of Amendment to the Articles of Incorporation of Battery Systems, Inc. which needs to be filed. Also enclosed is my firm check in the amount of \$87.50 representing \$35.00 filing fee and \$52.50 for certified copy. After the Articles of Amendment have been filed, please certify the enclosed copy and return it to me at the above address.

Thank you for your assistance in this matter.

Very truly yours,



Philip A. Tharp

PAT:jcb

enclosures

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SEP 25 1996

N/C

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
BATTERY SYSTEMS, INC.

FILED
96 SEP 20 AM 8:00
FILED
96 SEP 20 AM 6:00
RECEIVED
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, of the Florida Business Corporation Act, the Articles of Incorporation of the above-named corporation (the "Corporation") filed with the Department of State on February 2, 1996, effective February 1, 1996, and assigned Document Number P96000011518, are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all of the Corporation's common stock and all of the Corporation's directors on the 12th day of September, 1996 as follows:

ITEM 1

1. Name. ARTICLE 1 is hereby amended to read as follows:

ARTICLE 1

NAME

The name of this corporation shall be BEST SECURITY INSTALLATIONS, INC.

This Articles of Amendment to the Articles of Incorporation was adopted by the shareholders and directors on the 12th day of September, 1996.

IN WITNESS WHEREOF, the undersigned has executed this Articles of Amendment to the Articles of Incorporation this 12th day of September, 1996.

Attest:

Larry W. Goff
Larry W. Goff, Asst. Secretary

Larry W. Goff
Larry W. Goff, Vice-President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me by LARRY W. GOFF, as Vice-President and Assistant Secretary of BATTERY SYSTEMS, INC., a Florida corporation, who is personally known to me or who has produced a current Florida driver's license as identification and who did take an oath.

Subscribed and sworn to before me this 12th day of Sept., 1996.

Lisa M. Bishop

Notary Public



LISA M BISHOP
My Commission CC420048
Expires Nov. 15, 1998
Bonded by HAI
HXO-422-1558