

P91600000068139

LAW OFFICE OF
PHILIP A. THARP

SUITE 104
1030 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

Board Certified in Taxation
TELEPHONE: (407) 849-1084
TELECOPIER: (407) 849-1408

August 12, 1996

VIA UNITED PARCEL SERVICE

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

EFFECTIVE DATE
8-12-96

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-08/13/96--01166--017
++++122.50 ++++122.50

Re: A-ACTION PROFESSIONAL SECURITY SYSTEMS, INC.

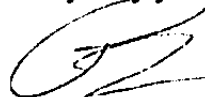
Gentlemen:

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 not that the effective date of incorporation is August 12, 1996, the date Articles of Incorporation were signed.

Thank you for your assistance in this matter.

Very truly yours,



Philip A. Tharp

PAT:jcb
enclosures
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FILED
21 AUG 13 PM 2:20
STATE
OF FLORIDA

6-15-96
KR

EFFECTIVE DATE
8/2/00

ARTICLES OF INCORPORATION
OF

A-AACTION PROFESSIONAL SECURITY SYSTEMS, INC.

FILED
2000 AUG 13 PM 3:20
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF ORANGE
FLORIDA

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 A-AACTION PROFESSIONAL SECURITY 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 12th day of August, 1996.



PHILIP A. THARP, Incorporator

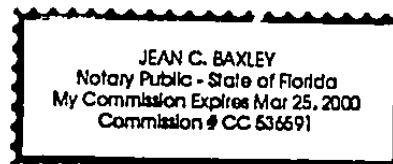
STATE OF FLORIDA
COUNTY OF ORANGE

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 12th day of August, 1996.



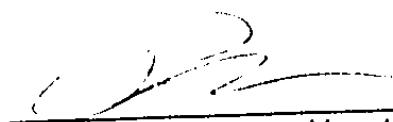
Notary Public
My Commission Expires: *Mar. 25, 2000*



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: August 12, 1996



PHILIP A. THARP, Resident Agent

FILED
96 AUG 13 PM 2:20
STATE
TREASURER