

P96000101136

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Alert Systems, Inc

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
17 Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service	*****70.00	*****70.00
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

96 DEC 16 AM 11:55
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FILED
 RECEIVED
 DIVISION OF CORPORATION
 96 DEC 16 AM 9:19

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY ARP

WALK-IN
 Will Pick Up 12/16/96
 11-2329-7 PONDERS INC., THOMASVILLE, GA.

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

ALERT SYSTEMS, INC.

FILED
96 DEC 16 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of ALERT SYSTEMS, INC., a corporation organized under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be: ALERT SYSTEMS, INC.

ARTICLE II

Corporate existence shall begin at the time these Articles are filed with the Department of State. This Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE III

The purpose for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This corporation shall have the authority to issue one (1) class of stock. The aggregate number of shares that the corporation shall have the authority to issue is 500 shares of capital stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The initial street address of the initial corporate office is: 2550 Harbour Cove, Fort Pierce, Florida 34949. The principal office address shall be the same. The name of the

registered agent of the corporation is ARTHUR B. D'ALMEIDA, P.A. and the registered agent's address is 105 East Palmetto Park Road, Boca Raton, Florida 33432.

ARTICLE VI

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased from time to time by the By-Laws, but shall never be more than five (5) members.

ARTICLE VII

The name and address of the person who shall serve as Directors until the first meeting of Shareholders, or until their successors have been elected and qualified are:

NAME

ADDRESS

LORI READEL

2550 Harbour Cove
Fort Pierce, Florida 34949

ARTICLE VIII

The name and address of the initial incorporator is LORI READEL, and the principal place of business shall be 2550 Harbour Cove, Fort Pierce, Florida 34949.

ARTICLE IX

This 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.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X

The corporation shall indemnify any office or director, or any former officer or

director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation to do business both within and without of the State of Florida, under the laws of Florida, does make and files this Certificate, hereby declaring and certifying that the facts herein stated are true, and does agree to take the number of shares hereinabove set forth and hereunto sets her hand and seal the 12 day of December, 1996.


LORI/READEL
Incorporator/Director

I HEREBY ACCEPT the foregoing designation as Registered Agent outlined in Article V.

ARTHUR B. D'ALMEIDA, P.A.

By: 
ARTHUR B. D'ALMEIDA

STATE OF CONNECTICUT
COUNTY OF New Haven

I HEREBY CERTIFY that on the 12th day of December, 1996, before me a Notary Public, duly authorized in the State and County aforesaid to take acknowledgements, personally appeared LORI READEL, Incorporator of the foregoing Articles of

Incorporation, known to me personally to be such, and I have first made known to her the contents of said Articles, she did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed and deposed that the facts therein stated were truly set forth.

Carole C. Sorcinelli
Notary Public

My Commission Expires:

CAROLE C. SORCINELLI
NOTARY PUBLIC
MY COMMISSION EXPIRES MAY 31, 1997

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on the 13th day of December, 1996, before me a Notary Public, duly authorized in the State and County aforesaid to take acknowledgements, personally appeared ARTHUR B. D'ALMEIDA, as President of ARTHUR B. D'ALMEIDA, P.A., Registered Agent of the foregoing Articles of Incorporation, known to me personally to be such, and I have first made known to him the contents of said Articles, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed and deposed that the facts therein stated were truly set forth.

Susan Messing
Notary Public

My Commission Expires:



Susan Messing
MY COMMISSION # CC403800 EXPIRES
September 7, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.