



THE UNITED STATES  
CORPORATION  
COMPANY

P97000003856

93 DEC 31 PM 4:21

TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 206623 5021676

AUTHORIZATION :

*Patricia Pyatt*

COST LIMIT : \$ 70.00

ORDER DATE : December 31, 1996

ORDER TIME : 11:48 AM

ORDER NO. : 206623-005

800002042568--4

CUSTOMER NO: 5021676

CUSTOMER: Mr. C.w. Childress  
QUANTUM SECURITY

Suite D  
6450 Spalding Drive  
Norcross, GA 30092

DOMESTIC FILING

NAME: VITAL COMMUNICATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

RECEIVED  
96 DEC 31 AM 1:15  
DIVISION OF CORPORATION  
95-2756  
12/21/96  
1/14/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 31, 1996

CSC NETWORKS  
1201 HAYS ST  
TALLAHASSEE, FL 32301

SUBJECT: VITAL COMMUNICATIONS, INC.  
Ref. Number: W96000027346

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for VITAL COMMUNICATIONS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 796A00057918

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

VITAL COMMUNICATION SERVICES OF PENSACOLA, INC.

1.

The name of the corporation is:

VITAL COMMUNICATION SERVICES OF PENSACOLA, INC.

2.

The address of the initial principal office is 401 E. Chase  
St, Suite 100, Pensacola, Fl., 32501.

3.

The corporation shall have the authority to issue, through its  
Board Of Directors, not more than 100,000 shares of common stock  
with a par value of \$1.00 per share.

4.

The initial registered office of the corporation is 1201 Hays  
Street, Tallahassee, Fl 32301

and the initial registered agent at such address is THE PRENTICE  
HALL CORPORATION SYSTEM, INC.

5.

The incorporator is C.W. Childress whose address is Suite 328-  
I6 1401 Johnson Ferry Road, Marietta, Georgia 30062.

6.

The corporation is organized for pecuniary gain pursuant to the provisions of the Florida Business Corporation Code, for the following purposes:

To provide monitor electronic security systems to homes and businesses, at retail and wholesale.

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

To acquire, and pay for in cash, stocks or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this corporation.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the Government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercises all the rights, powers and privileges of ownership, including the right to execute consents and vote therein, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

IN FURTHERANCE OF AND NOT IN LIMITATION OF the powers conferred by the laws of the State of Florida and the objects and purposes herein set forth, it is expressly provided that to such an extent as a corporation organized under the Florida Business

Corporation Code and the laws of the State of Florida may now or hereafter lawfully do, the corporation shall have the power to do, either as principal or as agent and either alone or in connection with other persons, partnerships, corporations, associations, organizations or other public or private entities, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or designated, directly or indirectly, to promote the interests of this corporation or to enhance the value of its properties; and in general, to do any and all things and exercise any and all powers, rights and privileges, which a corporation now or hereafter may be organized to do, or to exercise under the Florida Business Code or any act amendatory thereof, supplemental thereto, or substituted thereof.

The foregoing clauses shall be construed as and shall be powers as well as purposes and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no way limited by reference to or inference from the terms of any other clause which shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general

terms or general powers of the corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. The corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Florida Business Corporation Code to corporations organized thereunder, and all powers conferred by all acts heretofore or hereafter amendatory of, supplemental to or substituted for that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute as now or hereafter enforced; provided, however, that nothing herein contained shall be deemed to authorize, or permit the corporation to carry on any business, exercise any power, or to do any act which a corporation formed under the Florida Business Corporation Code may not at the time lawfully carry on or do.

7.

The corporation shall not commence business until it has received at least \$500.00 in payment for the issuance of shares of stock.

The initial Board of Directors shall consist of one (1)  
director as follows:

<u>Directors</u>	<u>Address</u>
Bill Wade	Suite 328-I6 1401 Johnson Ferry Road Marietta, Georgia 30062

IN WITNESS WHEREOF, the undersigned does hereby execute these  
Articles of Incorporation.

  
C.W. Childress



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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: VITAL COMMUNICATION SERVICES OF PENSACOLA, INC.

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

THE PRENTICE HALL CORPORATION SYSTEM, INC.  
(Name)

1201 HAYS ST  
(P.O. Box not acceptable)

TALLAHASSEE, FL 32301  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.*

Deborah M. Skipper  
(Signature)

12-31-96