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417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
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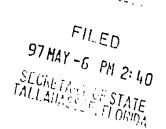
THANK YOU from

Your Capital Connection

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ARTICLES OF INCORPORATION

OF



Monitoring Technologies, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Monitoring Technologies, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3410 W. 9 Mile Road, Pensacola, Florida 32526.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one million (1,000,000) shares having a par value of (\$.01) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Richard Scott Draughon, 200 West Forsyth Street, Suite 1730, Jacksonville, Florida 32202.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Director: Gordon Jones, 3410 W. 9 Mile Road, Pensacola, FL 32526.

The undersigned has executed these Articles of Incorporation this 6th day of May 1997.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

FILED

97 MAY -6 PM 2: 40

SECRETARY OF STATE
FALLANDER OF ONDA

The Honorable Sandra B. Mortham Secretary of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the Florida Business Corporation Act, please be advised that Monitoring Technologies, Inc., has named Richard Scott Draughon, located at 200 West Forsyth Street, Suite 1730, Jacksonville, Florida 32202, City of Jacksonville (Duval County) State of Florida, as its agent to accept service of process on behalf of the Corporation within the State of Florida.

Having been named to accept services of process, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of the Florida Business Corporation Act.

Richard Scott Draughon

By: Richard Scott Draughon

Date: __5/6/97