

P98000045374

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: DIGIHOME, INC.

900002527569--5  
-05/18/98--01094--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee  
& Certificate

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$122.50  
Filing Fee  
Certified Copy

☐ \$131.25  
Filing Fee,  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MILTON FELICIANO  
109 GERRY DRIVE  
ALTAMONTE SPRINGS, FL 32714  
(407) 772-6804

NOTE: Please provide the original and one copy of the articles.

FILED  
98 MAY 18 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
5/18/98  
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**ARTICLES OF INCORPORATION**  
of  
**DIGIHOME, Inc.**

**ARTICLE I**

**NAME:** The name of the corporation shall be DigiHome, Inc.

**ARTICLE II**

**PRINCIPAL (REGISTERED) OFFICE:** The principal (registered) office of this corporation is to be located at: 109 Gerry Drive in the City of Altamonte Springs, County of Seminole State of Florida, and may transact its business and maintain offices for such purposes at such other places either within or without this State.

**ARTICLE III**

**PURPOSE AND DURATION:** The purpose for which this corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida as they may be amended from time to time, and whose existence shall be perpetual.

**ARTICLE IV**

**INITIAL BUSINESS:** The corporation initially intends to engage in the business of home automation, residential networks, and home systems integration.

**ARTICLE V**

**INCORPORATORS (AND INITIAL DIRECTORS):** The names and addresses of the incorporators (and if required or permitted by State Laws, the persons who will serve as the initial board of directors until the annual meeting of the stockholders or until their successors have been elected and qualified) are:

Milton L. Feliciano  
(Name)

109 Gerry Drive  
(Address)  
Altamonte Springs, FL 32714  
(City, State, Zip Code)

Sara J. Feliciano  
(Name)

109 Gerry Drive  
(Address)  
Altamonte Springs, FL 32714  
(City, State, Zip Code)

**ARTICLE VI**

**DIRECTORS:** The business and affairs of this corporation shall be conducted by Board of Directors whose number shall not be less than two (2), nor more than six (6) members. Said directors shall have the authority and power to increase or decrease the number of serving directors within the limits above provided. The Directors need not be Stockholders of the Corporation unless so required by the Bylaws. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole board, designate one or more committees which to the extent provided in said resolution or resolutions or in the Bylaws shall have and may exercise all powers of the Board of Directors on the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be fixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated on the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the Bylaws may provide, the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of this corporation or any article therein.

## ARTICLE VII

**PRIVATE PROPERTY:** The private property of the Stockholders, Directors, Officers, employees and/or Agents of the corporation shall be forever exempt from all corporate debts of any kind whatsoever, as provided under State Laws.

## ARTICLE VIII

**INDEMNIFICATION OF OFFICERS AND DIRECTORS:** The corporation shall indemnify every Director and Officer, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which corporation is advised by counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such officer or director, and the amounts paid in settlement by him or her in such settlement shall have been approved by the Board of Directors of the Corporation, and so provided under State Laws.

## ARTICLE IX

### CAPITAL STOCK:

The corporation shall have the authority to issue One Million (1,000,000) Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors, and may be designated as voting or non-voting at the time of issuance.

## ARTICLE X

**STATUTORY (RESIDENT)(REGISTERED) AGENT:** The name and address of the initial Statutory (Resident) (Registered) Agent for the corporation who agrees to accept service of process on behalf of this corporation is: *Milton L. Feliciano, 109 Gerry Drive, Altamonte Springs, FL 32714.*

## ARTICLE XI

**FISCAL YEAR:** The fiscal year of the corporation shall be from January 1<sup>st</sup> to December 31<sup>st</sup> of each year.

IN WITNESS WHEREOF, we have set our hands this 12<sup>th</sup> day of May 1998.

  
Signature of Incorporator

  
Signature of Incorporator

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.

  
Signature/Registered Agent

5/13/98  
Date

FILED  
98 MAY 18 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA