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Acknowledgment

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CT CORPORATION SYSTEM		
Requestor's Name 660 East Jefferson Street		
Address Tallahassee, FL 32301 222-1092		
City State Zip Phone		
CORPORATION(S) NAME		

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T. SMITH OCT 221998

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JEFFREY D. BUTTERFIELD

ARTICLES OF INCORPORATION OF SCOTT ALARM, INC.

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

FIRST: The name of this corporation is Scott Alarm, Inc. (the "Corporation").

SECOND: The street address of the initial principal office, and if different, the mailing address of the Corporation is: Two Mid America Plaza, Suite 200, Oakbrook Terrace, IL 60181

THIRD: The number of shares the Corporation is authorized to issue is: 1,000 shares of common stock, with a par value of \$0.01 per share.

FOURTH: The street address of the initial registered office of the Corporation is c/o CT Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is CT Corporation System.

FIFTH: The name and address of the person who will serve as initial director is:

Bruce B. Howat Ameritech Corporation 30 South Wacker Drive Chicago, Illinois 60606

SIXTH: The name and address of the incorporator is:

Paul E. Frost Mayer, Brown & Platt 190 South LaSalle Street Chicago, Illinois 60603-3441

SEVENTH: The purpose of the Corporation is to engage in any lawful act or activity for which Corporations may be organized under the Florida Business Corporation Act. The Corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.

Paul E. Frost, Incorporator

Date: October 21, 1998

SECRETARY OF STATE

CT Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

CT Corporation System

Assistant Secretary

By: ano M. Hof.

Date: October 21, 1998

(FL001 - 5/11/98)

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