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ARBITRATOR FOR
AMERICAN ARBITRATION ASSOCIATION
CERTIFIED MEDIATOR

November 20, 1998

P98000099897

Secretary of State
Division of Corporations
Corporate Filing
Tallahassee, Florida

100002692401--8
-11/20/98--01004--021
*****78.75 *****78.75

Re: Wired Home, Inc.

Greetings:

Enclosed are an original and a copy of the Articles Of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

- A. Articles Of Incorporation filing fee, \$35.00.
- B. Certified copy of Articles Of Incorporation, \$8.75.
- C. Registered Agent Designation Filing Fee, \$35.00.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,

Leslie R. Williams

Leslie R. Williams
Assistant to Sandra P. Stockwell

98 NOV 20 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

SPS/lrw
Enclosures

RECEIVED
NOV 20 AM 10:11

W-26229
TS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1998

STOWELL, ANTON & KRAEMER

SUBJECT: WIRED HOME, INC.
Ref. Number: W98000026229

We have received your document for WIRED HOME, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VII states there will be TWO director(s), whereas ONE is/are listed.

Please return the original and one copy of 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 (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 098A00055785

ARTICLES OF INCORPORATION

OF

WIRED HOME, INC.

ARTICLE I. NAME

The name of this corporation shall be Wired Home, Inc.

98 NOV 20 AM 11: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of installing home automation systems and engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares of \$1.00 par value common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have

the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be ~~one~~ The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

Michael J. Pease
4011 Chipola Street
Tallahassee, FL 32303.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be 4011 Chipola Street
Tallahassee, FL 32303.

The address of this corporation's initial registered agent shall be 211 East Call Street,
Tallahassee, FL 32301. The name of the individual who shall serve as this corporation's initial registered agent at that address is: Sandra P. Stockwell.

ARTICLE X. INCORPORATOR

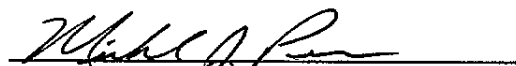
The name and address of the individual who shall serve as this corporation's incorporator are: Michael J. Pease, 4011 Chipola Street, Tallahassee, FL 32303.

ARTICLE XI. AMENDMENT

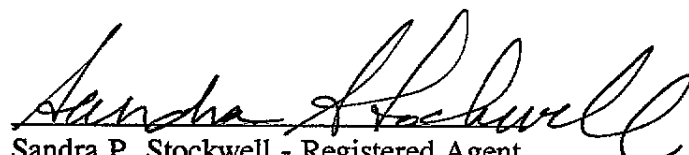
This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

ARTICLE XII. AFFILIATED TRANSACTIONS

This corporation elects not to be governed by the provisions of Section 607.0901, Florida Statutes regarding affiliated transactions.


Michael J. Pease - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Wired Home, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Wired Home, Inc.


Sandra P. Stockwell - Registered Agent

State Of Florida
County Of Leon

On November 6, 1998, Sandra P. Stockwell, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of Wired Home, Inc.


Notary Public *LESLIE R. WILLIAMS*

Commission Expiration Date:

(Seal)



Leslie R. Williams
MY COMMISSION # CC765261 EXPIRES
August 6, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
98 NOV 20 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA