

## TRANSMITTAL LETTER

P99000020491

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

SUBJECT: Proactive Security Inc  
(Proposed corporate name - must include suffix)

100002794561--6  
-03/04/99--01061--019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Derek Rasmussen  
Name (Printed or typed)

3701 Bentley Dr  
Address

Tallahassee Florida 32303  
City, State & Zip

574-6552  
Daytime Telephone number

FILED  
99 MAR -4 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 MAR -4 PM 1:48  
TALLAHASSEE, FLORIDA

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

T. SMITH MAR 04 1999

FILED

99 MAR -4 PM 2:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**PROACTIVE SECURITY, INC.**

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The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

**ARTICLE I**

**NAME**

The name of this corporation is PROACTIVE SECURITY, INC.

**ARTICLE II**

**PRINCIPAL OFFICE/MAILING ADDRESS**

The street and mailing address of the initial principal office is ~~3701~~ Bentley Drive, Tallahassee, Florida 32303.

**ARTICLE III**

**DURATION**

This corporation shall have perpetual existence unless sooner dissolved by law.

**ARTICLE IV**

**PURPOSE**

The purposes for which this corporation is organized is to engage in the operation of a residential, governmental, institutional, and commercial alarm company and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purpose, and to do all other things incidental to it or connected with it that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that this purpose is not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE V**

**EFFECTIVE DATE**

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation with the State of Florida, Division of Corporation.

ARTICLE VI  
CAPITAL STOCK

The corporation is authorized to issue 7000 shares of \$1.00 par value common stock.

ARTICLE VII  
PRE-EMPTIVE RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for cash, property, real or personal, labor or services in lieu of cash, from time to time. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.

ARTICLE VIII  
AMENDMENT OF ARTICLES

The shareholders shall have the power to adopt, amend, alter or repeal the Articles of Incorporation of this corporation when proposed and approved at a shareholders' meeting, by a unanimous vote.

ARTICLE IX  
INITIAL REGISTERED OFFICE AND AGENT

Until changed, the name and street address of the initial registered agent and office of this Corporation is:

Gwendolyn S. Rasmussen  
537 East Park Avenue  
Tallahassee, Florida 32301

ARTICLE X  
INITIAL BOARD OF DIRECTORS

This corporation shall have at least two (2) directors who need not be residents of the state of Florida or shareholders of the corporation.

The name and address of the initial Directors of the corporation who shall hold such office or the first annual meeting of shareholders, or until their successors are duly elected and qualified, are as follows:

<u>Name</u>	<u>Address</u>
Derek C. Rasmussen	3701 Bentley Drive Tallahassee, Florida 32303
Anna Zamora Rasmussen	3701 Bentley Drive Tallahassee, Florida 32303

ARTICLE XI  
INCORPORATOR

The name and address of the Incorporator is Era L. Fountain whose address is 537 East Park Avenue, Tallahassee, Florida 32301.

ARTICLE XII  
INDEMNIFICATION

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII  
PERSONAL LIABILITY

The private property of the shareholders shall not be subject to payment of the corporate debts in any extent.

**IN WITNESS WHEREOF**, the undersigned being the Incorporator hereinabove named, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 9th day of February, 1999.

  
ERA L. FOUNTAIN, Incorporator

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

IN COMPLIANCE WITH THE LAWS OF THE STATE OF FLORIDA, THE FOLLOWING IS  
SUBMITTED:

That Proactive Security, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at ~~370~~ Bentley Drive, Tallahassee, Florida 32303, has named as its agent GWENDOLYN S. RASMUSSEN, located at 537 East Park Avenue, Tallahassee, Florida 32301, to accept service of process within Florida.

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of the duties and obligations of Section 607.0505, Florida Statutes (1998).

  
GWENDOLYN S. RASMUSSEN  
Registered Agent

FILED

99 MAR -4 PM 2:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA