

TRANSMITTAL LETTER

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

100002806501--8
-03/15/99--01139--009
*****78.75 *****78.75

SUBJECT: ADT DEVELOPMENT GROUP, INC.
(Proposed corporate name - must include suffix)

EFFECTIVE DATE
3-9-99

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: ANTONIO DEL TORO
Name (Printed or typed)

7510 SW 122 ST
Address

MIAMI FLORIDA 33156
City, State & Zip

(305) 2555120
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 MAR 15 AM 9:24

FILED

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

ARTICLES OF INCORPORATION
OF
ADT DEVELOPMENT GROUP, INC.

FILED
99 MAR 15 AM 9:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I – NAME

The name of this Corporation is ADT Development Group, Inc.

EFFECTIVE DATE
3-9-99

ARTICLE II – DURATION

This Corporation shall have perpetual existence commencing on March 9, 1999.

ARTICLE III – PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV – CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V – VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI – PREEMPTIVE RIGHTS

Every Shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII – INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this Corporation is 10621 North Kendall Drive, Suite #200, Miami, Florida 33176 and the name of the initial registered agent of this Corporation at that address is Antonio del Toro. The street address of the principal office is 10621 North Kendall Drive, Suite #200, Miami, Florida 33176.

ARTICLE VIII – INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never have less than one (1). The names and addresses of the initial Directors of this Corporation are:

Antonio del Toro, 7510 S.W. 122 Street, Miami, Florida 33156

ARTICLE IX – INCORPORATOR

The name(s) and address(es) of the person(s) signing these Articles is (are):

Antonio del Toro
7510 S.W. 122 Street
Miami, Florida 33156

ARTICLE X – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XI – BI-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII – INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this 9th. day of March, 1999.


ANTONIO DEL TORO

CERTIFICATE DESIGNATING PLACE OR BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

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In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

First: ADT Development Group, Inc. desiring to be organized under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named Antonio del Toro, whose business office is located at 10621 North Kendall Drive, Suite 200, Miami, Florida 33176 as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT

Having Been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


ANTONIO DEL TORO

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SECRETARY OF STATE
TALLAHASSEE FLORIDA