

TRANSMITTAL LETTER

P99000031435

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

SUBJECT: NETWORK Sentries, Inc
(Proposed corporate name - must include suffix)

100002827011--3
-04/01/99--01098--017
*****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

☒ \$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: DONALD A. BROWN
Name (Printed or typed)

634 Tuscanny St.
Address

BRANDON, Florida 33511
City, State & Zip

813-657-0411
Daytime Telephone number

FILED
99 APR -1 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

B. BROCK APR 6 1999

ARTICLES OF INCORPORATION
of
Network Sentries, Inc

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation shall be: Network Sentries, Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

634 Tuscanny Street
Brandon, Florida 33511

ARTICLE III
SHARES

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is: 20,000,000 (twenty million) shares

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered office and the name of its initial registered agent are:

Donald A. Brown
634 Tuscanny Street
Hillsborough County
Brandon, Florida 33511

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
Date

Donald A. Brown
March 29, 1999

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TALLAHASSEE, FLORIDA

ARTICLE V
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE VI
DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Donald A. Brown
634 Tuscanny Street
Brandon, Florida 33511

Craig Tewksbury
12322 Eighty Second Avenue
Seminole, Florida 33772

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII
LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any additional shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. The President and the Chief Executive Officer shall execute all instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate. All other instruments executed by the corporation, including a release of mortgage or lien, must be executed by the President and the Chief Executive Officer. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Donald A. Brown
DONALD A. BROWN, Incorporator
634 Tuscanwy St.
BRANDON, FL 33511

Graig Teunsbury
GRAIG TEUNSBURY, Incorporator
12322 82 Ave
SEMINOLE, FL 33772

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