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BERG & WHEELER, P.A.

ATTORNEYS AT LAW

JEFFREY BUILDING

217 EAST ROBERTSON STREET

BRANDON, FLORIDA 33511

ELIZABETH S. WHEELER*
RICHARD F. WHEELER

WALTER H. BERG, JR.
OF COUNSEL

August 25, 1999

TELEPHONE
(813) 685-0050

FACSIMILE
(813) 685-0369

*BOARD CERTIFIED IN APPELLATE PRACTICE

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

600002973896--4
-08/30/99--01117--011
122.50 *78.75

Re: Life Alert Systems, Inc.

Dear Sir or Madam:

With regard to the above-referenced corporation, enclosed are the articles of incorporation, along with an additional copy for certification. Also enclosed is this firm's check in the amount of \$122.50, in payment of the following fees:

Filing fee for the articles	\$ 35.00
Designation of and acceptance of resident agent	35.00
One certified copy of articles of incorporation	52.50
	<u>\$122.50</u>

Thank you for your assistance in this matter.

Very truly yours,



Richard F. Wheeler

RFW/tlp
Enclosures
a:\life\secretary.sta

FILED
99 AUG 30 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-2
10

ARTICLES OF INCORPORATION
OF
LIFE ALERT SYSTEMS, INC.

FILED
99 AUG 30 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is LIFE ALERT SYSTEMS, INC.

ARTICLE II. PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 5801 Marta Drive, Tampa, Florida 33617, and the corporation's mailing address is 235 West Brandon Boulevard, PMB 196, Brandon, Florida 33511-5103.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, having a par value of One Dollar (\$1.00) per share. There shall be only one class of stock.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5801 Marta Drive, Tampa, Florida 33617, and the name of the initial registered agent of the corporation at this address is Elton L. Musgrove, Jr.

ARTICLE V. INITIAL DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be fewer than one. The name and address of the directors of this corporation are:

Gary S. Berthold
2525 Mt. Vernon Church Road
Raleigh, NC 27614

Elton L. Musgrove, Jr.
5801 Marta Drive
Tampa, Florida 33617

Sharon Berthold
2525 Mt. Vernon Church Road
Raleigh, NC 27614

ARTICLE VI. INCORPORATOR

The name and address of the person signing these articles are:

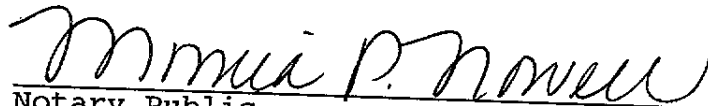
Gary S. Berthold
2525 Mt. Vernon Church Road
Raleigh, NC 27614

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of incorporation on this 14 day of August, 1999.


Gary S. Berthold


STATE OF NORTH CAROLINA
COUNTY OF Wake

The foregoing instrument was acknowledged before me this 14 day of August, 1999, by Gary S. Berthold, who is personally known to me or who has presented NCDL as identification.


Notary Public
Monica P. Nowell
(Printed name of notary)
My Commission Expires: 11.6.03

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

THE UNDERSIGNED, Elton L. Musgrove, Jr., hereby agrees to serve as Registered Agent for LIFE ALERT SYSTEMS, INC., until further notice.


Elton L. Musgrove, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA