



CERTIFICATE OF INCORPORATION
OF

TOTAL SECURITY SYSTEMS INCORPORATED

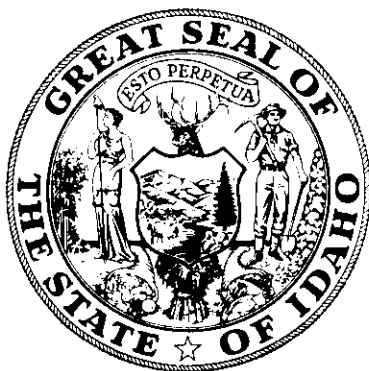
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

TOTAL SECURITY SYSTEMS INCORPORATED

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received
in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: *October 28, 1981*



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
TOTAL SECURITY SYSTEMS INCORPORATED

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being all bona fide citizens of the United States of America, over the age of eighteen years, do, under and in pursuance of the general corporation laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following ARTICLES OF INCORPORATION, and we hereby set forth and declare as follows:

I

That the name of this corporation is, and shall be, TOTAL SECURITY SYSTEMS INCORPORATED. The registered office shall be 845 Lucille, Pocatello, Bannock County, Idaho, 83201, and the registered agent shall be Kenneth B. Roth with the same address as the registered office.

II

This corporation shall have perpetual existence.

III

That the principal place of business and office of this corporation shall be 845 Lucille, Bannock County, Pocatello, Idaho, and that other offices for the transaction of the business of the corporation shall be established by the Board of Directors from time to time, both within and outside of the State of Idaho, and that the meetings of the Board of Directors may be had pursuant to the provisions of the By-Laws at the principal office or at such other places as the By-Laws shall provide.

IV

The purposes for which this corporation is formed are as follows:

(a) To institute, enter into, assist, conduct perform, carry on, or participate in every kind of commercial mercantile, enterprise, business or work, contract, undertaking, venture or operation, and, without limiting the generality of the foregoing, to manufacture, purchase, or otherwise acquire, hold, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, invest, trade, deal in and with goods, wares, and merchandise or the aforesaid transactions by taking the purchaser's notes, either secured or unsecured, by chattel mortgages or by holding or acquiring conditional sales contracts to finance the sales of this corporation or any other corporation similarly situated.

(b) To buy, sell, hold, acquire, own, mortgage, hypothecate, convey, transfer, lease, exchange, trade and dispose of real and personal property.

(c) To invest the capital of the company for any of the purposes aforesaid, and in building or otherwise improving or adding to the marketable value of the lands or other properties from time to time acquired by the company.

(d) Subject to the provisions of law, the company may purchase or otherwise acquire, hold, and re-issue the shares of its capital stock.

(e) To acquire the good will, rights, property and assets of all kinds, and to undertake the whole or any part of the liabilities of any person, firm, association or associations, corporation or corporations, on such terms and conditions as may be agreed on, and to pay for same in cash, stock, bonds, debentures, or other securities of this corporation or otherwise; to acquire and undertake any or all part of the business assets and liabilities of any person, firm association or corporation.

(f) In the purchase or acquisition of property, business rights or franchises, or for additional working capital or for any other object in or about its business or affairs, and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured instruments by mortgage, pledge, deed of

trust or otherwise.

(g) To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation, private, public or municipal, or body politic and with the Government of the United States, or any state, territory or colony thereof, or any foreign government.

(h) In general, but in connection with the foregoing, the company may carry on any other business and have and exercise all the powers conferred by the laws of the State of Idaho upon corporations formed under the law of said State; it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the company.

(i) To develop, manufacture, assemble, fabricate, import, lease, purchase, or otherwise acquire, invest in, hold, issue, license the use of, install, handle, maintain, service or repair, sell, pledge, mortgage, exchange, export, distribute, lease, assign, and otherwise dispose of, and generally to trade and deal in and with, as principal or agent, at wholesale, retain, on commission, or otherwise security systems, electronic systems, equipment and components and electrical, mechanical, and electro mechanical operators and equipment of every kind and description, electronic, telecommunication, communication, transmitting, receiving, recording, reproducing and similar equipment of every description, microdevices and equipment, radio, sonar, radar, televisoin and related devices and equipment and similar goods, wares, merchandise, commodities, articles of commerce, and property of every kind and description, and any and all products, machinery, equipment and supplies used or useful in connection therewith.

V

The corporate powers, business and property of the company shall be exercised, conducted and controlled by a board of directors, who shall be elected by the stockholders in accordance with the By-Laws, and who shall have the power to repeal, amend and adopt new by-laws of and for the company, and to hold their meetings pursuant to the provisions of the By-Laws, and at such places and at such times as the said Board of Directors may, by resolution, direct, or by act of the Board fix, both within and outside of the State of Idaho.

The Board of Directors shall consist of Kenneth B.

Roth, 845 Lucille, Pocatello, Idaho, President, and Donald C. Williams, 1288 West Eldredge Road, Pocatello, Idaho, Vice-President, and Etta Mae Roth, 845 Lucille, Pocatello, Idaho, Secretary, and Nita A. Williams, 1288 West Eldredge Road, Pocatello, Idaho, Treasurer.

VI

That the amount of the authorized capital stock of this corporation shall be ONE THOUSAND DOLLARS (\$1,000.00) divided into One Thousand Shares of the par value of One Dollar (\$1.00) per share.

VII

That the amount of said capital stock, i.e., One Thousand Shares, shall be non-assessable, all common, one class, non-voting shares.

VIII

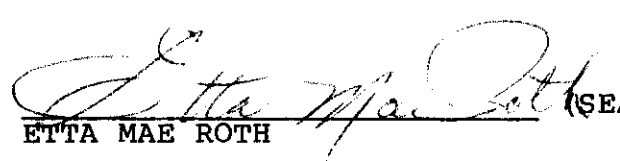
That the amount of said capital stock that has been actually subscribed is five hundred (500) shares, and the names and addresses of the persons who have subscribed therefor, and the number of shares subscribed by each, are as follows:

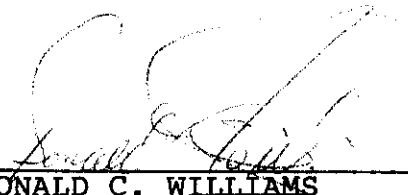
<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Kenneth B. Roth Etta May Roth	845 Lucille Pocatello, Idaho	250
Donald C. Williams Nita A. Williams	1288 West Eldredge Pocatello, Idaho	250

That the foregoing named incorporators are all persons of full age, and fully competent, and that all of them are citizens of the United States of America and the aforementioned incorporation shall constitute the initial Board of Directors.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 14 day of September, 1981.


KENNETH B. ROTH (SEAL)


ETTA MAE ROTH (SEAL)



DONALD C. WILLIAMS (SEAL)




NITA A. WILLIAMS (SEAL)

STATE OF IDAHO)
 : ss
COUNTY OF BANNOCK)

On this 14 day of September, 1980, before me, a Notary Public in and for the State of Idaho, personally appeared Kenneth B. Roth and Etta Mae Roth known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)




NOTARY PUBLIC for Idaho.
Residing at Pocatello

STATE OF IDAHO)
 : ss
COUNTY OF BANNOCK)

On this 14 day of September, 1980, before me, a Notary Public in and for the State of Idaho, personally appeared Donald C. Williams and Nita A. Williams known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)



NOTARY PUBLIC for Idaho.
Residing at Pocatello