

State of Idaho

Department of State

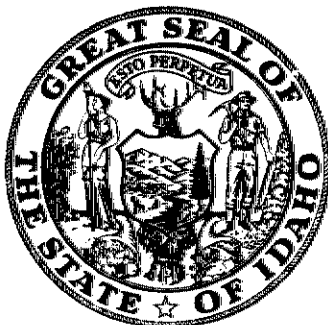
CERTIFICATE OF DISSOLUTION OF

HOME SECURITY CARETAKERS OF AMERICA, INC.
File Number C 81770

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of HOME SECURITY CARETAKERS OF AMERICA, INC., duly executed 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: March 3, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Delaney*

MAR 3 11 05 AM '97
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF DISSOLUTION
OF
HOME SECURITY CARETAKERS OF AMERICA, INC.
an Idaho Corporation

KNOW ALL MEN BY THESE PRESENTS, that HOME SECURITY CARETAKERS OF AMERICA, INC., an Idaho Corporation, having duly resolved by its Board of Directors, as subsequently ratified by majority affirmative vote of the Shareholders, to dissolve the Corporation,

NOW, THEREFORE, these ARTICLES OF DISSOLUTION are hereby adopted and as follows:

I.

NAME

The name and the post office address of the Corporation is:
HOME SECURITY CARETAKERS OF AMERICA, INC., P.O. Box 3070, Hayden,
Idaho.

II.

OFFICERS AND DIRECTORS

The names and address of the last Officers and Directors of the Corporation and the respective offices are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
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DIRECTORS:

Marcella Kaufman, now Crews	605 Coles Loop Post Falls, Idaho.	
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Tom Crews,	605 Coles Loop Post Falls, Idaho.	
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OFFICERS:

Marcella Kaufman, now Crews	605 Coles Loop Post Falls, Idaho.	
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Tom Crews	605 Coles Loop Post Falls, Idaho.	
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President
IDAHO SECRETARY OF STATE
DATE 03/03/1997
0900 68969 2
Sec. 7 Treas. CUST# 77438
AMEND PROF 10 30.00= 30.00

#: :

III.

NOTICE

It is hereby stated that the Notice as required by Idaho Code 30-1-87 has been given.

IV.

DISCHARGE OF DEBTS AND OBLIGATIONS

It is hereby stated that all debts, obligations, and liabilities of the Corporation have been paid and discharged.

V.

DISPOSITION OF REMAINING PROPERTY

It is hereby stated that all remaining property and assets of the Corporation have been distributed in accordance with distribution provision of the Articles of Incorporation or in the proportionate shares of the prospective rights of the shareholders.

VI.

PENDING ACTIONS

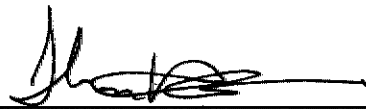
It is hereby stated that there are no suits pending against the Corporation in any Court known to the officers or directors.

VII.

VERIFICATION

It is hereby stated that the shareholders of the Corporation have unanimously, in writing, consented to dissolve the corporation through a shareholders' resolution as set forth within the Minutes of a Special Meeting of the Shareholders.

DATED:



DIRECTOR



DIRECTOR

STATE OF IDAHO)
) ss.
County of Kootenai)

I, the undersigned, a Notary Public, duly commissioned to take acknowledgments in the State of Idaho, do hereby certify that on this day, personally appeared before me, MARCELLA KAUFMAN, now CREWS AND TOM CREWS, who, being by me first duly sworn on oath declare that they are the present Directors of HOME SECURITY CARETAKERS OF AMERICA, INC., an Idaho Corporation, that they have signed the foregoing ARTICLES OF DISSOLUTION and that the statements contained therein are true.

SUBSCRIBED AND SWORN TO before me this 28th day of February, 1997.

Mary Boncatal
NOTARY PUBLIC FOR IDAHO
RESIDING AT: Hayden Id
MY COMMISSION EXPIRES: 10/30/01

Mar 3 11 04 AM '97
SECRETARY OF STATE
STATE OF ILLINOIS

CERTIFICATION

I, Tom Crews, being the Secretary of HOME SECURITY CARETAKERS OF AMERICA, INC., do hereby certify that attached hereto are true and correct copies of the Waiver of Notice, and Minutes of a Special Meeting of the Board of Directors of said corporation, and a Waiver of Notice and Minutes of the meeting of a Special Meeting of the Shareholders of said corporation, all of which authorize and ratify the dissolution of the corporation.

DATED: February 28, 1997



TOM CREWS, Secretary

MAR 3 11 03 AM '97
SECRETARY OF STATE
STATE OF IDAHO

WAIVER OF NOTICE OF SPECIAL MEETING
OF THE
BOARD OF DIRECTORS
OF
HOME SECURITY CARETAKERS OF AMERICA, INC.
an Idaho Corporation

We, the undersigned, being all of the Directors of the Corporation, hereby agree and consent that a special meeting of the Board of Directors of the Corporation be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof as may be deemed advisable by the Directors present there at. Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: 1424 Sherman Avenue, Coeur d'Alene, Idaho

Date of Meeting: February 19, 1997

Time of Meeting: 10:30 A.M.

Purpose of Meeting: Removal of an officer and election of officers.

Dated: February 19, 1997


DIRECTOR

IDAHO SECRETARY OF STATE
DATE 03/03/1997
0900 68969 2
CK #: 2353 CUST# 77438
AMEND PROF 10 30.00= 30.00

MAR 3 11:05 AM '97
SECRETARY OF STATE
STATE OF IDAHO

**MINUTES OF SPECIAL MEETING
OF THE
BOARD OF DIRECTORS
OF
HOME SECURITY CARETAKERS OF AMERICA, INC.
an Idaho Corporation**

A special meeting of the Board of Directors of the above captioned Corporation was held on the date, time and at the place set forth in the written waiver of notice signed by all the Directors, fixing such time and place and prefixed to the minutes of this meeting.

All of the members of the Board of Directors being present, the meeting was called to order by MARCELLA KAUFMAN CREWS, temporary Chairman. The temporary Chairman then advised that J. PATRICK KAUFMAN has been removed as a Director and it was of necessity that action be commenced to appoint new Officers of the Corporation. Upon motion duly made and seconded and unanimously carried the following individuals were appointed Officers of the Corporation:

President: MARCELLA KAUFMAN CREWS
Vice President:
Secretary/Treasurer: THOMAS CREWS

Discussion was had regarding the Dissolution of the Corporation on a voluntary basis, and based upon motion duly made seconded and unanimously carried it was:

RESOLVED, that the Corporation will be dissolved on a voluntary basis.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.



SECRETARY



DIRECTOR



DIRECTOR

IDAHO SECRETARY OF STATE
DOE 103 0211797
0900 68969 2
CK #: 2353 CUST# 77438
AMEND PROF 1@ 30.00= 30.00

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