

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
NETTALON SECURITY SYSTEMS, INCORPORATED

1. The name of the corporation is NetTalon Security Systems, Incorporated, a Virginia corporation (the "Corporation").

2. The SCC ID Number assigned to the Corporation is 0510914-5.

3. By unanimous written consent dated September 5, 2013, the Board of Directors of the Corporation adopted a resolution to amend the Articles of Incorporation of the Corporation to increase the number of shares the Corporation is authorized to issue by deleting Paragraph (a) of the Fifth Article in its entirety and inserting in place thereof the following new Paragraph (a):

(a) The total number of shares of capital stock the Corporation has the authority to issue is Two Hundred Twelve Million (212,000,000), Two Hundred Million (200,000,000) shares of which shall be Common Stock, \$0.01 par value per share, and Twelve Million (12,000,000) shares of which shall be Preferred Stock, \$0.01 par value per share.

4. The foregoing amendment was presented to the shareholders of the Corporation for consideration at a special meeting called for that purpose.

(a) The designation, number of outstanding shares, and the number of votes entitled to be cast by each voting group entitled to vote separately on the amendment was:

<u>Designation</u>	<u>Outstanding Shares</u>	<u>No. of Votes</u>
Common	38,989,569	25,456,101

(b) The total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment was:

<u>Voting Group</u>	<u>Affirmative Votes</u>	<u>Negative Votes</u>
Common	25,456,101	0

(c) The number of votes cast in favor of the amendment by each voting group was sufficient for approval by that voting group.

[SIGNATURE PAGE TO FOLLOW]

The undersigned President of the Corporation declares that the facts herein stated are true as of September 26, 2013.

NETTALON SECURITY SYSTEMS, INCORPORATED
a Virginia corporation

By: 
Donald R. Jones Jr.
Its: President

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 16, 2013

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective December 16, 2013.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



James C. Dimitri
Commissioner



SCC710
(10/01)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
GUIDE FOR ARTICLES OF AMENDMENT –
STOCK CORPORATION

ARTICLES OF AMENDMENT OF
NetTalon Security Systems, Inc.

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, hereby executes the following articles of amendment and sets forth:

ONE

The name of the corporation is **NetTalon Security Systems, Inc.**

TWO

Amend Section (a) of Fifth Article of the Articles of Incorporation to read:

(a) The total number of shares of capital stock that the Corporation has authority to issue is 112 million (112,000,000) shares of capital stock, of which one hundred million (100,000,000) shares shall be common stock, one-cent (\$0.01) par value, and twelve million (12,000,000) shares shall be preferred stock, one-cent (\$0.01) par value.

THREE

The provisions for implementing the change to the Fifth Article increasing the total number of shares of COMMON capital stock was unanimously recommended by the board of directors on March 23, 2007 and subsequently submitted to the shareholders for a vote.

FOUR

The foregoing amendment was adopted on **April 10, 2007**.

FIVE

The amendment was submitted to the shareholders by the board of directors in accordance with the provisions of Chapter 9 of Title 13.1 of the Code of Virginia, and:

(a) The designation, number of outstanding shares, and number of votes entitled to be cast by each voting group entitled to vote separately on the amendment was:

Designation	No. of Outstanding Shares	No. of Votes
COMMON	21,305,006	14,332,723

(b) The total number of:

(i) Votes cast for and against the amendment by each voting group entitled to vote separately on the amendment was:

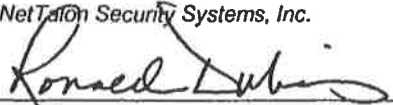
Voting Group	Total No. of Votes Cast FOR the Amendment	Total No. of Votes Cast AGAINST the Amendment
COMMON	14,169,123	163,600

(c) And the number cast for the amendment by each voting group was sufficient for approval by that voting group.

The undersigned Secretary/Treasurer declares that the facts herein stated are true as of April 10, 2007.

NetTalon Security Systems, Inc.

By:



Ronald Dubois, Secretary/Treasurer

INSTRUCTIONS

The articles must be in the English language, typewritten or printed in black on white, opaque paper 8 1/2" by 11" in size, legible and reproducible. A minimum of 1" must be provided on the left, top and bottom margins and 1/2" on the right margin. Use only one side of a page.

The Certificate of Amendment cannot be issued until the corporation has paid all fees, fines and penalties assessed against it by the Commission. See §13.1-615 of the Code of Virginia.

The articles must be executed in the name of the corporation by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing.

SEND THE ARTICLES ALONG WITH THE \$25 FILING FEE PLUS ANY ADDITIONAL CHARTER FEE AMOUNT REQUIRED BY AN INCREASE IN THE NUMBER OF AUTHORIZED SHARES OF THE CORPORATION TO THE CLERK OF THE STATE CORPORATION COMMISSION, P. O. BOX 1197, RICHMOND, VA 23218-1197. (Street address: 1300 East Main Street, 1st floor, Richmond, VA 23219.)

PLEASE MAKE CHECK PAYABLE TO THE STATE CORPORATION COMMISSION. If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, JUNE 6, 2007

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective June 6, 2007.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

07-05-22-0084
AMENACPT
CIS0362



SCC710
(07/05)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
GUIDE FOR ARTICLES OF AMENDMENT –
VIRGINIA STOCK CORPORATION

ARTICLES OF AMENDMENT OF
NetTalon Security Systems, Incorporated

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, hereby executes the following articles of amendment and sets forth:

1. The name of the corporation is NetTalon Security Systems, Incorporated.
2. Amend Fifth Article to read:

(a) The total number of shares of capital stock that the Corporation has authority to issue is forty million (40,000,000) shares of capital stock, of which twenty-eight million (28,000,000) shares shall be common stock, one-cent (\$0.01) par value, and twelve million (12,000,000) shares shall be preferred stock, one-cent (\$0.01) par value.

(b) Series A Convertible Preferred Stock.

(1) Designation and Number. A series of Preferred Stock, designated the Series A Convertible Preferred Stock (the "Series A Preferred Stock"), is hereby established. The maximum number of authorized shares of the Series A Preferred Stock shall be 12,000,000.

(2) Rank. The Series A Preferred Stock will, with respect to dividend rights, rank prior and senior to (i) any class or series of Common Stock of the Corporation and (ii) any other class or series of equity securities of the Corporation for which the holders of Series A Preferred Stock are entitled to the receipt of dividends in preference or priority to the holders of shares of such class or series ("Junior Stock"). The Series A Preferred Stock will, with respect to dividend rights, rank on a parity with any class or series of equity securities of the Corporation if, pursuant to the specific terms of such class or series of equity securities, the holders of such class or series of equity securities and the Series A Preferred Stock shall be entitled to the receipt of dividends in proportion to their respective amounts of dividends per share without preference or priority one over the other ("Parity Stock"). The Series A Preferred Stock, with respect to dividend rights, rank junior to any class or series of equity securities of the Corporation if, pursuant to the specific terms of such class or series, the holders of such class or series shall be entitled to the receipt of dividends in preference or priority to the holders of the Series A Preferred Stock ("Senior Stock"); and junior to all existing and future indebtedness of the Corporation. The term "equity securities" does not include convertible debt securities, which will rank senior to the Series A Preferred Stock prior to conversion.

(3) Dividends. (a) Holders of Series A Preferred Stock shall be entitled to receive, when and as declared by the Board of Directors, out of funds of the Corporation legally available for payment, cash or stock dividends at the rate of two (2) times the amount of cash or stock dividends declared on any class or series of the Corporation's Common Stock.

(b) Unless full dividends on the Series A Preferred Stock have been paid or declared and set apart for payment, no dividends shall be declared or paid or set apart for payment on shares by the Corporation with respect to any shares of Junior Stock, nor shall any shares of Junior Stock be redeemed, purchased or otherwise acquired (except for purposes of an employee benefit plan) for any consideration (except by conversion or exchange for shares of Junior Stock, or options, warrants or rights to subscribe for or purchase shares of Junior Stock), nor shall any other cash or other property be paid or distributed to or for the benefit of holders of shares of Junior Stock.

(4) Redemption. The Series A Preferred Stock has no stated maturity and will not be subject to any sinking fund or mandatory redemption provisions.

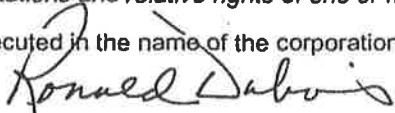
(5) Conversion. At the election of the holder, each share of Series A Preferred Stock is convertible at any time into one share of Common Stock of the Corporation, as adjusted for any Common Stock splits, reverse Common Stock splits or dividends paid in Common Stock from the date of issuance of each share of Series A Preferred Stock. Upon the event of a liquidation, winding up, dissolution, merger or sale of substantially all of the assets of the Corporation, the Series A Preferred Stock shall automatically convert in full into one share of Common Stock

of the Corporation, as adjusted as set forth above, immediately prior to the occurrence of such event. The Series A Preferred Stock shall not be exchangeable for any other property or securities of the Corporation.

(6) Voting. Holders of the Series A Preferred Stock will not have any voting rights, except as otherwise from time to time required by law.

3. The foregoing amendment was adopted on September 13, 2005.
4. The amendment was duly approved by the board of directors. Shareholder approval of the amendment was not required as the articles of incorporation of the Corporation allow the board of directors to fix the preferences, limitations and relative rights of one or more series within a class before the issuance of any shares of that series.

Executed in the name of the corporation by:



Name: Ronald Dubois

ID: 0510914 - 5

Date: September 15, 2005

Title: Secretary/Treasurer

Phone: 540-368-5290 Ext 113

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, SEPTEMBER 28, 2005

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective September 28, 2005.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

05-09-19-0124
AMENACPT
CIS0436



SCC710
(09/03)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
GUIDE FOR ARTICLES OF AMENDMENT –
STOCK CORPORATION

ARTICLES OF AMENDMENT OF

NetTalon Security Systems, Incorporated

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, hereby executes the following articles of amendment and sets forth:

ONE

The name of the corporation is **NetTalon Security Systems, Incorporated**

TWO

AMEND FIFTH Article to read: The total number of shares of capital stock that the Corporation has authority to issue is forty million (40,000,000) shares of common stock, each with one-cent (1¢) par value.

THREE

The foregoing amendment was adopted on **December 10, 2004**.

FOUR

The amendment was proposed by the board of directors and submitted to the shareholders in accordance with the provisions of Chapter 9 of Title 13.1 of the Code of Virginia, and:

- (a) the designation, number of outstanding shares, and the number of votes entitled to be cast by each voting group entitled to vote separately on the amendment was:

Designation	No. Outstanding Shares	No of Votes
Common	13,137,497	10,750,257

- (b) The total number of undisputed votes cast for the amendment separately by each voting group was:

Voting Group	Total No. Undisputed Votes Cast FOR Amendment
Common	10,645,737

- (c) And the number cast for the amendment by each voting group was sufficient for approval by the voting group.

Executed in the name of the corporation by:

Signature

Ronald Dubois
Printed Name

0510914 5

Corporation's SCC Corporate ID No.

December 17, 2004

Date

Secretary/Treasurer
Corporate Title

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, JANUARY 3, 2005

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective January 3, 2005.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

04-12-27-0229
AMENACPT
CIS0436



SCC710
(04/02)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

GUIDE FOR ARTICLES OF AMENDMENT -
STOCK CORPORATION

ARTICLES OF AMENDMENT OF

NetTalon Security Systems, Incorporated

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, hereby executes the following articles of amendment and sets forth:

ONE

The name of the corporation is **NetTalon Security Systems, Incorporated**.

TWO

AMEND FIFTH Article to read: The total number of shares of capital stock that the Corporation has authority to Issue is twenty-four million (24,000,000) shares of common stock, each with one-cent (1¢) par value.

THREE

The provisions for implementing the change to the FIFTH amendment increasing the total number of shares of capital stock was by action of the board of directors without the vote of shareholders, as set forth in Section 13.1-706(3) of the Code of Virginia of 1950, as amended (the "Code").

FOUR

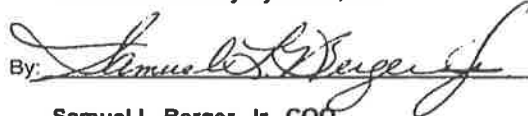
The foregoing amendment was adopted on **November 5, 2003**.

FIVE

The amendment was adopted by unanimous consent of the board of directors. Pursuant to Section 13.1-706(3) of the Code, Shareholder approval of the amendment was not required as the Corporation has outstanding only shares of such class being changed into a greater number. Pursuant to the change to the FIFTH amendment increasing the total number of shares of capital stock, each share of authorized common stock shall convert into three (3) shares of authorized common stock.

The undersigned (Chief Operating Officer) declares that the facts herein stated are true as of **November 17, 2003**.

NetTalon Security Systems, Inc.

By: 

Samuel L. Berger, Jr., COO

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

November 25, 2003

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective November 25, 2003, at 12:51 PM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

03-11-19-0064
AMENACPT
CIS0436



SCC710
(04/02)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

GUIDE FOR ARTICLES OF AMENDMENT -
STOCK CORPORATION

ARTICLES OF AMENDMENT OF

NetTalon Security Systems, Incorporated

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, hereby executes the following articles of amendment and sets forth:

ONE

The name of the corporation is **NetTalon Security Systems, Incorporated**.

TWO

AMEND FIFTH Article to read: The total number of shares of capital stock that the Corporation has authority to issue is eight million (8,000,000) shares of common stock, each with one-cent (1¢) par value.

THREE

The provisions for implementing the change to the FIFTH amendment increasing the total number of shares of capital stock was by action of the board of directors without the vote of shareholders, as set forth in Section 13.1-706(3) of the Code of Virginia of 1950, as amended (the "Code").

FOUR

The foregoing amendment was adopted on **June 6, 2003**.

FIVE

The amendment was adopted by unanimous consent of the board of directors. Pursuant to Section 13.1-706(3) of the Code, Shareholder approval of the amendment was not required as the Corporation has outstanding only shares of such class being changed into a greater number. Pursuant to the change to the FIFTH amendment increasing the total number of shares of capital stock, each share of authorized common stock shall convert into four (4) shares of authorized common stock.

The undersigned (President) declares that the facts herein stated are true as of **August 15, 2003**.

NetTalon Security Systems, Inc.

By: 

Donald R. Jones, Jr., President

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

September 9, 2003

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective September 9, 2003, at 11:15 AM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

03-09-03-0031
AMENACPT
CIS0436



SCC718
(87/81)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

GUIDE FOR ARTICLES OF AMENDMENT -
STOCK CORPORATION

ARTICLES OF AMENDMENT OF

NetTalon Security Systems, Incorporated

The undersigned corporation, pursuant to Title 13.1, Chapter 9, Article 11 of the Code of Virginia, hereby executes the following articles of amendment and sets forth:

ONE

The name of the corporation is NetTalon Security Systems, Incorporated.

TWO

AMEND FIFTH Article to read: The total number of shares of capital stock with the Corporation has authority to issue is two million (2,000,000) shares of common stock, each with one-cent (0.1¢) par value.

THREE

The provisions for implementing the change to the FIFTH amendment increasing the total number of capital stock was by action of the board of directors without the vote of shareholders, as set out in Section 13.1-706 or 13.1-709 of the Code of Virginia.

FOUR

The foregoing amendment(s) was/were adopted on August 13, 2001.

FIVE

The amendment was adopted by unanimous consent of the Board of Directors.

The undersigned (president) declares that the facts herein stated are true as of 21st August 2001.

NetTalon Security Systems, Incorporated

By


James T. Byrne, Jr., President

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

October 3, 2001

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective October 3, 2001, at 11:55 AM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner



SCC710
(09/96)

**GUIDE FOR ARTICLES OF AMENDMENT
UNANIMOUS CONSENT BY BOARD OF DIRECTORS**

ARTICLES OF AMENDMENT OF

NetTalon Security Systems, Incorporated.

ONE

The name of the corporation is NetTalon Security Systems, Incorporated.

TWO

Amend FIFTH Article to read: The total number of shares of capital stock which the Corporation has authority to issue is one million (1,000,000) shares of common stock, each with one-cent (0.1¢) par value.

THREE

The provisions for implementing the change to the FIFTH amendment increasing the total number of capital stock was by action of the board of directors without the vote of shareholders, as set out in Section 13.1-706 or 13.1-709 of the Code of Virginia.

FOUR

The foregoing amendment was adopted on November 10, 1999.

FIVE

The amendment was adopted by unanimous consent of the Board of Directors.

The undersigned (*president*) declares that the facts herein stated are true as of 29th December, 1999.

NetTalon Security Systems, Incorporated

By:

James T. Byrne, Jr., President

See instructions on the reverse.

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

December 30, 1999

The State Corporation Commission has found the accompanying articles submitted on behalf of
NetTalon Security Systems, Incorporated

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective December 30, 1999, at 04:16 PM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

NetTalon Security Systems, Incorporated

ARTICLES OF INCORPORATION

FIRST: I, **Charley L. Plunkett**, whose office address is 1235 Jefferson Davis Highway, Suite 500, Arlington, VA 22202, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the Commonwealth of Virginia.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is NetTalon Security Systems, Incorporated.

THIRD: The Corporation's purpose is to render the services specified. Said services will include, but are not limited to:

An Energy Management and Security business that manufacturers and installs an Internet based security system through graphic visualization providing affordable real-time security monitoring services. Further, to do any and all things permitted under Section 13.1-626 through Section 13.1-628 of the Code of Virginia, as amended, from time to time.

FOURTH: The post office address of the registered office of the Corporation is: 1235 Jefferson Davis Highway, Suite 500, Arlington, Virginia 22202. The name and post office address of the Registered Agent of the Corporation is: Grady H. Tumlin, 1235 Jefferson Davis Highway, Suite 500, Arlington, Virginia 22202. Said Registered Agent is an individual actually residing in this State, and is an initial director of the corporation.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is twenty-five thousand (25,000) shares of common stock, each with one-cent (0.1c) par value.

SIXTH: The number of initial directors of the Corporation shall be five (5). Such number may be increased pursuant to the Bylaws of the Corporation. The names and addresses of the Directors who shall act until the first annual meeting or until their successors are duly elected and qualified are:

Thomas L. Plunkett	Chairman of the Board c/o 1235 Jefferson Davis Highway, Suite 500 Arlington, VA 22202
James Byrne	President c/o 5440 Cherokee Avenue Alexandria, VA 22312
Donald Jones	Executive Vice President c/o 5440 Cherokee Avenue Alexandria, VA 22312

Grady H. Tumbin

Secretary
c/o 1235 Jefferson Davis Highway, Suite 500
Arlington, VA 22202

Ronald DuBois

Treasurer
c/o 5440 Cherokee Avenue
Alexandria, VA 22312

SEVENTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other installments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of share of its stock of any class or classes, whether now or hereafter authorized.
2. The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption of such stock.
3. The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Charter of the Corporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the Virginia General Corporation law.

4. Absent any provision of law to the contrary, the affirmative vote of a majority of all the votes entitled to be cast on the matter shall be sufficient, valid and effective, after due authorization, approval and/or advice of such action by the Board of Directors, as required by law, to approve and authorize the following acts of the Corporation:
- (a) the amendment of the Charter of the Corporation.
 - (b) the consolidation of the Corporation with one or more corporations to form a new consolidated corporation;
 - (c) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
 - (d) The sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;
 - (e) the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation.

NINTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property, or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of October, 1998, and I acknowledge the same to be my act.


Incorporator

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

October 30, 1998

The State Corporation Commission has found the accompanying articles submitted on behalf of

NETTALON SECURITY SYSTEMS, INCORPORATED

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of the Commission, effective October 30, 1998.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

CORPACPT
CIS20423
98-10-29-0030

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents constituting the charter of NetTalon Security Systems, Incorporated on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
May 21, 2015*

Joel H. Peck
Joel H. Peck, Clerk of the Commission