

2/03/96

FLORIDA DEPARTMENT OF CORPORATION  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
(((H96000169 0)))

10:15 AM

**P9600097715**

TO: DIVISION OF CORPORATION  
FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.  
CONTACT: DEBRA H CHRYSTIE  
PHONE: (305)462-3300

FAX #: (904)911-4000  
ACCT#: 076067004147  
FAX #: (305)753-2439

NAME: TRAFFIC SOFTWARE USA INC.  
AUDIT NUMBER.....H96000016923  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 3  
CERT. COPIES.....1 DEL.METHOD.. FAX  
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

RECEIVED

56 DEC -3 PM 12:05

DEPT OF CORP

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

36 DEC -3 PM 4:47

FILED

011-54312  
12/3/96  
12/3/96

FAX AUDIT NO. H96000016923

ARTICLES OF INCORPORATION  
OF  
TRAFFIC SOFTWARE USA, INC.  
A FLORIDA CORPORATION

FILED  
36 DEC -8 10 46  
STATE  
FLORIDA

The undersigned, acting as Incorporator of TRAFFIC SOFTWARE USA, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is TRAFFIC SOFTWARE USA, INC. and the street address of the initial principal office of the Corporation is c/o Daniel P.J. O'Connor, English, McCaughan & O'Bryan, 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of no par value Common Stock.

PREPARED BY:

*Timothy C. Leixner, Esquire  
English, McCaughan & O'Bryan, P.A.  
100 Northeast Third Avenue, Suite 1100  
Fort Lauderdale, Florida 33301  
(954) 462-3300  
Florida Bar No. 247596*

FAX AUDIT NO. H96000016923

FAX AUDIT NO. H96000016923

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301, and the name of the Initial Registered Agent of the Corporation at that address is EMO Corporate Services Inc.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of the Corporation is Timothy C. Leixner, Esquire, English, McCaughan & O'Bryan, 100 Northeast Third Avenue, Suite 1130, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of December, 1998.

  
\_\_\_\_\_  
TIMOTHY C. LEIXNER, Incorporator

FAX AUDIT NO. H96000016923

FAX AUDIT NO. H96000016923

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for TRAFFIC SOFTWARE USA, INC. at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC.,  
Initial Registered Agent

Dated: December 2, 1996

By: Debra H. Chrystie  
DEBRA H. CHRYSTIE, Assistant  
Secretary

FILED  
96 DEC -3 PM 4:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAX AUDIT NO. H96000016923