

F00000002825

(Requestor's Name)

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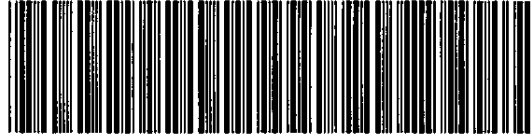
(Business Entity Name)

(Document Number)

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APPROVED
AND
FILED

07 JUL 25 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.

C. Coutlette JUL 31 2007



Highway Technologies

915 Harger Rd., Suite 350
Oak Brook, IL 60523
Telephone: 630-368-0920
Fax: 630-368-8423

July 20, 2007

Florida Secretary of State
Amendment section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RE: [United Rentals] Highway Technologies, Inc.
Profit Corporation Application By foreign Profit Corporation to File Amendment to Application
For Authority to Transact Business in Florida**

To Whom It May Concern:

United Rentals Highway Technologies, Inc. was sold to new owners in February, 2007. Its new owners agreed to remove the words "United Rentals" from its corporate name, and this was accomplished in its state of incorporation, Massachusetts, on July 13, 2007. The change in ownership, back in February, was duly reported to your office at that time, and the purpose of this message is to confirm that we have filed with your office to make the similar name change in your state, as well as to record the change of our principal place of business and changes in our list of officers. Please note that our new corporate office location is: **915 Harger Road, Suite 350, Oak Brook, IL 60523** and a list of our current officers is enclosed for your convenience.

Please do not hesitate to contact me if you have any questions concerning this.

Kind Regards,

Digne L. Knox
Assistant Secretary
HT Legal Department

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: United Rentals Highway Technologies, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F00000002825

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dinae I. Knox

(Name of Contact Person)

Highway Technologies, Inc.

(Firm/Company)

915 Harger Road, Suite 350

(Address)

Oak Brook, IL 60523

(City/State and Zip Code)

For further information concerning this matter, please call:

Dinae Knox

(Name of Contact Person)

at (630) 368-0920 ext. 112

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐

\$35.00 Filing Fee

☐

\$43.75 Filing Fee &
Certificate of Status

☒

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F00000002825

(Document number of corporation (if known))

APPROVED
AND
FILED
07 JUL 25 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. United Rentals Highway Technologies, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Massachusetts

(Incorporated under laws of)

3. May 19, 2000

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 13, 2007

5. Highway Technologies, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)


(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Dinae I. Knox

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

July 16, 2007

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

HIGHWAY TECHNOLOGIES, INC.

is a domestic corporation organized on **June 30, 1989**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

In testimony of which,

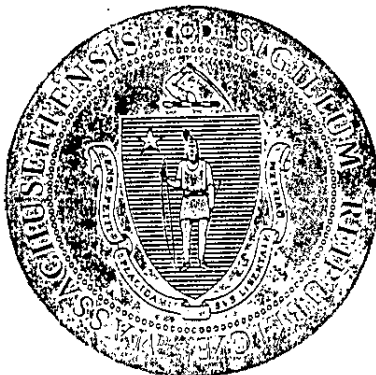
I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth



Processed By: NEM





The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$100.00

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

Telephone: (617) 727-9640

Articles of Amendment

(General Laws, Chapter 156D, Section 10.06; 950 CMR 113.34)

Federal Employer Identification Number: 043076608 (must be 9 digits)

1. Exact name of corporation: UNITED RENTALS HIGHWAY TECHNOLOGIES, INC.

2. Registered office address: FIVE GREENWICH OFFICE PARK GREENWICH, CT 06831 USA

These Articles of Amendment affecting article(s):

☒ Article 1 ☐ Article 2 ☐ Article 3 ☐ Article 4 ☐ Article 5 ☐ Article 6

(Specify the number(s) of articles being amended(I-IV))

4. Date adopted: 6/27/2007

5. Approved by.

☐ the incorporators.

or

☐ the board of directors without shareholder approval and shareholder approval was not required

or

☒ the board of directors and the shareholders in the manner required by law and the articles of organization.

6 State article number and text of the amendment.

ARTICLE I

The exact name of the corporation, **as amended**, is:
(Do not state Article I if it has not been amended.)

HIGHWAY TECHNOLOGIES, INC.

ARTICLE II

The purpose of the corporation, **as amended**, is to engage in the following business activities:
(Do not state Article II if it has not been amended.)

ARTICLE III

Amendments to Article III cannot be filed on-line at this time

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class, **if amended**. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the Business Entity must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

(Do not state Article IV if it has not been amended.)

ARTICLE V

As amended, the restrictions, if any, imposed by the articles of organization upon the transfer of shares of any class or series of stock are

ARTICLE VI

As amended, other lawful provisions for the conduct and regulation of the business and affairs of the business entity, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the business entity, or of its directors or stockholders, or of any class of stockholders:

(Do not state Article VI if it has not been amended.)

The amendment shall be effective at the time and on the date approved by the Division, unless, a *later* effective date not more than *ninety days* from the date and time of filing is specified:

Later Effective Date: Time:

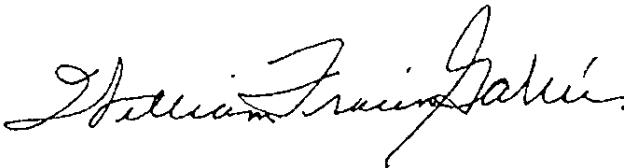
Signed by DINAE KNOX, its OTHER OFFICER
on this 13 Day of July, 2007

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears
that the provisions of the General Laws relative to corporations have been complied with,
and I hereby approve said articles; and the filing fee having been paid, said articles are

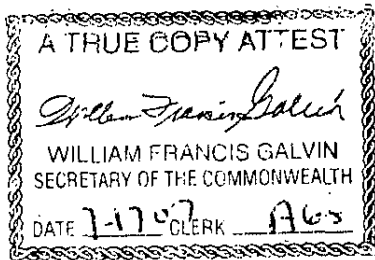
deemed to have been filed with me on:

July 13, 2007 4:22 PM



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth





Directors & Officers

Name	Title	Office Address
Jerome M. Jurkiewicz	Chief Executive Officer, President, & Sole Director	915 Harger Road, Suite 350 Oak Brook, IL 60523
Mark T. Avallone	Vice President of Human Resources	915 Harger Road, Suite 350 Oak Brook, IL 60523
David M. Webster	Vice President, General Counsel, & Secretary	915 Harger Road, Suite 350 Oak Brook, IL 60523
Ronald W. Kruczynski	Vice President & Chief Financial Officer	915 Harger Road, Suite 350 Oak Brook, IL 60523
Paul R. Ingersoll	Vice President & Treasurer	915 Harger Road, Suite 350 Oak Brook, IL 60523
Theodore H. Ott	Vice President of Information Systems	915 Harger Road, Suite 350 Oak Brook, IL 60523
Robert R. Odom, Jr.	Vice President of Procurement	915 Harger Road, Suite 350 Oak Brook, IL 60523
Michael L. Solomon	Vice President, Midwest Region	915 Harger Road, Suite 350 Oak Brook, IL 60523
Thomas R. Pekurney	Vice President, Gulf Region	915 Harger Road, Suite 350 Oak Brook, IL 60523
Randall W. George	Vice President, West Region	915 Harger Road, Suite 350 Oak Brook, IL 60523
Frank J. Clark, III	Vice President, East Region	915 Harger Road, Suite 350 Oak Brook, IL 60523
Eric Runyon	Vice President	915 Harger Road, Suite 350 Oak Brook, IL 60523
Dinae I. Knox	Assistant Secretary	915 Harger Road, Suite 350 Oak Brook, IL 60523
Holly J. Rasanen	Assistant Secretary	915 Harger Road, Suite 350 Oak Brook, IL 60523

SECRETARY'S CERTIFICATE

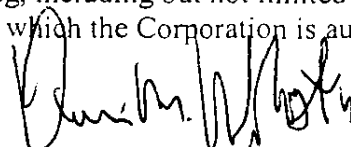
The undersigned, being secretary of United Rentals Highway Technologies, Inc. (the "Corporation"), hereby certifies that the following resolutions were adopted by the Corporation's Board of Directors on June 27, 2007:

RESOLVED, that the name of the Corporation be changed to "Highway Technologies, Inc." to take effect July 15, 2007.

FURTHER RESOLVED, that the by-laws and articles of organization/incorporation for the Corporation be and are hereby amended accordingly.

FURTHER RESOLVED, that the officers of the Corporation are instructed and authorized to do or cause to be done all such acts and things as they may deem necessary or desirable in order to effectuate the foregoing, including but not limited to causing appropriate filings to be made in each state in which the Corporation is authorized to conduct business.

Date: June 29, 2007



David M. Webster
Secretary