

FO0000004042

Document Number

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

100003327941--4  
-07/19/00--01061--020  
\*\*\*70.00 \*\*\*70.00

100003327941--4  
-07/19/00--01061--021  
\*\*\*7015.00 \*\*\*7015.00

CORPORATION(S) NAME

Mark IV IVHS, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

07/19/00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUL 19 PM 3:16

FILED

FOO-4042  
7/19  
RECEIVED  
00 JUL 19 AM 11:28  
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Mark IV IVHS, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 16-1317836  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/12/87 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. March 1, 1994  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 212 Durham Avneue, Suite 101, Metuchen, New Jersey 08840  
  
(Current mailing address)

8. Installation, sale & maintenance of electronic toll systems  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

K.A. S. Kevin A. Sebania

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See Attached Addendum

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See Attached Addendum

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Frederic L. Cook  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Frederic L. Cook, Vice President  
(Typed or printed name and capacity of person signing application)

MARK IV IVHS, INC.  
OFFICERS AND DIRECTORS  
ADDENDUM

<u>OFFICERS</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Sal H. Alfiero	Chairman of the Board, Director	501 John James Audubon Parkway Amherst, NY 14228
William P. Montague	President, Asst. Secretary, Director	501 John James Audubon Parkway Amherst, NY 14228
Frederic L. Cook	Vice President	501 John James Audubon Parkway Amherst, NY 14228
John J. Byrne	Vice President, Asst. Secretary, Treasurer	501 John James Audubon Parkway Amherst, NY 14228
Richard L. Grenolds	Vice President	501 John James Audubon Parkway Amherst, NY 14228
David R. Oliver	Vice President	6030 Ambler Drive Mississauga, Ontario Canada L4W 2P1
Martin Capper	Vice President	6030 Ambler Drive Mississauga, Ontario Canada L4W 2P1
Paul Manuel	Vice President	6030 Ambler Drive Mississauga, Ontario Canada L4@ 2P1
Gerald S. Lippes	Secretary, Director	700 Guaranty Bldg. 28 Church Street Buffalo, NY 14202

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TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARK IV IVHS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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001359796

AUTHENTICATION:

DATE:

0562086

07-17-00