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Division of Corporations Tallahassee, Florida
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TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Roadsafe Traffic Systems, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
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T. Burch DEC 7 2007

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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. Roadsafe Traffic Systems, Inc
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Delaware 3. 26-1084418
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. September 5, 2007 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 12225 Disk Drive Romeoville IL 60446
(Principal office address)

12225 Disk Drive Romeoville IL 60446
(Current mailing address)

8. Traffic Safety and Transportation Construction
(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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste 4

Weston, Florida 33331
(City) (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.

NRAI Services, Inc.

Michael Donovan

(Registered agent's signature) Michael Donovan, Asst. Secretary

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Attached List

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President:

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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

13.

K Holst

(Signature of Director or Officer listed in number 12 of the application)

14.

Kathleen M. Buck Holst
Chief Operating Officer

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

RoadSafe Traffic Systems, Inc.
FEIN 26-1084418
State of Incorporation - Delaware
Date of Incorporation - September 5, 2007

Officers and Directors

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TALLAHASSEE, FLORIDA

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Name	Title	Business Address
Michael Catalonello	Chief Executive Officer	12225 Disk Drive Romeoville, IL 60446
Kathleen Holst	Chief Operating Officer	12225 Disk Drive Romeoville, IL 60446
Eric Rogoff	Board of Directors - Chairman	450 Park Avenue 10th floor New York, NY 10022
Kyun Park	Board of Directors - Member	450 Park Avenue, Suite 1001 New York, New York 10022
Burton Fried	Board of Directors - Member	877 Post Road East Suite # 4 Westport, CT 06880
P. Enoch Stiff	Board of Directors - Member	1200 W. Sierra Lane Mequon, Wisconsin 53092

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROADSAFE TRAFFIC SYSTEMS, 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 FIFTEENTH DAY OF NOVEMBER, A.D. 2007.

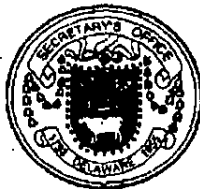
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ROADSAFE TRAFFIC SYSTEMS, INC." WAS INCORPORATED ON THE FIFTH DAY OF SEPTEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6162873

DATE: 11-15-07