

F98000001355

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C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

200002452412-4
-03/10/98-01061-021
*****70.00 *****70.00

CORPORATION(S) NAME

Tracking Systems Corporation

SECRETARY OF STATE
DIVISION OF CORPORATIONS

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Tracking Systems Corporation
(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. Pennsylvania
(State or country under the law of which it is incorporated)
3. 25-1652777
(FEI number, if applicable)
4. 2/14/91
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. No business transacted in Florida as of the date of this application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 2404 Park Drive, Commerce Park
Harrisburg, PA 17110
(Current mailing address)
8. Monitoring Electronic In-House Arrest Systems
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: c/o CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

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Ann J. Williams
(Registered agent's signature) (Officer)

ANN J. WILLIAMS

Assistant Vice President

(Type Name and Title of Officer)

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:

See Attached Addendum

A. DIRECTORS

Chairman: John A. Sciortino

Address: 2374 Jessamy Court Harrisburg, PA 17112

DIRECTOR

Louis C. Fiocchi

Address: 4265 Wimbleton Drive

Harrisburg, PA 17112

Director: Francis A. Cerchiaro

Address: 143 York Road

Delran, NJ 08075

Director: Richard M. Fox

Address: 1061 Swallow Drive

Cherry Hill, NJ 08003

B. OFFICERS

President: Donna M. Reynolds

Address: 2374 Jessamy Court

Harrisburg, PA 17112

Vice President: Louis C. Fiocchi

Address: 4265 Wimbleton Drive

Harrisburg, PA 17112

Secretary: John A. Sciortino

Address: 2374 Jessamy Court

Harrisburg, PA 17112

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Treasurer: Lynn A. Boyer
Address: 4202 Properous Drive
Harrisburg, PA 17112

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John A. Sciortino

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

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ADDENDUM TO THE APPLICATION FOR ADDITIONAL OFFICERS

DIRECTOR Peter E. Ligeti
 4 Monterey Drive
 Princeton Junction, NJ 08550

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MARCH 05, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

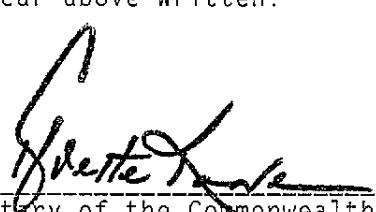
TRACKING SYSTEMS CORPORATION

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.

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IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.


Robert P. Keane
Secretary of the Commonwealth

SSCH