

Telemetry Systems for Utilities, Inc. www.telemetrysystems.com

6260 COLAN PLACE
SARASOTA, FLORIDA 34240
(941) 377-6711
FAX (941) 377-6625

August 12, 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

K45138

Enclosed you will find the following:

1. Amendments to Articles of Incorporation
Including Shareholders, Directors, Officers,
and Corporate name change
2. Certificate of designation Registered Agent
3. Corporate Report form reflecting changes.
4. Our Company Check for fees.

Amendment filing fee	35.00
Certified Copy	52.50
Amended Corporate Report	150.00
Certificate of Status of above	8.75
Total	\$ 246.25

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Daytime telephone contact can be made 1 941 377-6711 Fax at
1 941 377-6625

Thank You

Sarah W. Brainard

Sarah W. Brainard
Vice-President

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

**TELEMETRY SYSTEMS FOR UTILITIES, INC.
DOS Document Number K45138**

ARTICLE I. is amended to read:

The name of the corporation shall be **TELEMETRY SYSTEMS, INC.**

ARTICLE IV The following is added:

The 10,000 Common Shares previously owned by Thomas W. Goodell and Millar Brainard are redistributed as follows:

Carol Jantzen	2,500 Shares
Trudy Broxson	2,500 Shares
Sarah Brainard	2,500 Shares
Linda Smith	2,500 Shares

ARTICLE VI This article is amended to read:

The Resident Agent is:

**Trudy Broxson
6260 Colan Place
Sarasota, Florida 34240**

ARTICLE VI This article is amended to read:

**Carol Jantzen President/Director/Shareholder
2223 Webber Street
Sarasota, Florida 34239**

**Sarah W. Brainard Vice President/Director/Shareholder
4432 Rum Cay Circle
Sarasota, Florida 34233**

**Trudy Broxson Treasurer/Director/Shareholder
3557 Downer Avenue
Sarasota, Florida 34240**

**Linda Smith Secretary/Director/Shareholder
5791 North Honore Avenue
Sarasota, Florida 34243**

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Paul Jantzen Director
2223 Webber Street
Sarasota, Florida 34239

Millar Brainard Electrical Qualifier/Director
4432 Rum Cay Circle
Sarasota, Florida 34233

Bruce Broxson Director
3557 Downer Avenue
Sarasota, Florida 34240

Jerald H. Smith Director
5791 North Honore Avenue
Sarasota, Florida 34243

Clifford Stone Director
2100 Bern Creek
Sarasota, Florida 34240

The Date of all above amendments: July 13, 1998

The amendments were approved by the shareholders. The number of votes cast were sufficient for approval.

Signed this 11th day of August, 1998

Signature Sarah W. Brainard

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
TELEMETRY SYSTEMS, INC.

2. The name and address of the registered agent and office is:

TRUDY BROXSON

6260 COLAN PLACE

SARASOTA, FLORIDA 34240

Signature: Sarah W. Brainard

Title: Vice President

Date: August 11, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Trudy F. Broxson

Date: August 11, 1998

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