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FILED  
01 JAN 29 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 22, 2001

Corporation Records Bureau  
Division of Corporations  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

Motorist Alert Systems, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation.  
Please file one original and certify and return one original to me.

Also enclosed is a check in the amount of \$78.75, to cover the following costs:

Filing fee	\$35.00
Designation of Registered Agent	35.00
Certified copy of Charter	8.75
Total	\$78.75

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-01/30/01--01011--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

If you have any questions regarding the above, please call me at 813/635-2002.

Sincerely,



Tim Klace

1226 Tech Boulevard  
Tampa, Florida 33619

D. BROWN JAN 30 2001

ARTICLES OF INCORPORATION  
OF  
MOTORIST ALERT SYSTEMS, INC.

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The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is: Motorist Alert Systems, Inc.

ARTICLE II PRINCIPAL OFFICE

The mailing address of this corporation is:

P.O. Box 24016  
Tampa, Florida 33619

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is:

Michael R. Carey  
712 S. Oregon Avenue  
Tampa, Florida 33606

ARTICLE V INCORPORATOR

The name and address of the person signing these Articles is:

Tim Klace  
1226 Tech Blvd.  
Tampa, Florida 33619

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The name and address of the initial directors of this corporation are:

Tim Klace  
1226 Tech Blvd.  
Tampa, Florida 33619

Jim Doulgeris  
1226 Tech Blvd.  
Tampa, Florida 33619

The method of election of directors will be as stated in the Bylaws.

#### ARTICLE VII INDEMNIFICATION

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or

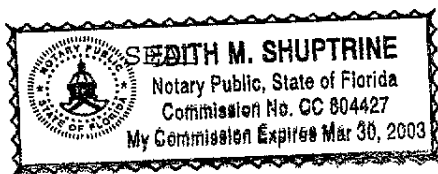
any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

In witness whereof the undersigned has executed these Articles of Incorporation this 22nd day of January, 2001.

Tim Klace  
Tim Klace, Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22nd day of January, 2001 by Tim J. Klace.

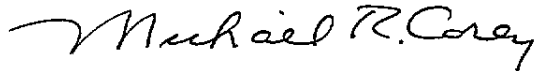


Edith M. Shuptrine  
Type, Print or Stamp of Notary  
Personally known ☒  
or Produced Identification \_\_\_\_\_  
Type of  
Identification Produced \_\_\_\_\_

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**Acceptance of Registered Agent**

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of 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 obligations of my position as registered agent.



Michael R. Carey