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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Bagdes & Bagdes*

*Attorneys at Law*

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407 North Wild Olive Avenue  
Daytona Beach, FL 32118

Fabian Bagdes  
Mary-Ellen Bagdes

386-258-7171  
Fax 386-258-7441

September 8, 2003

SECRETARY OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Black Falcon, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$78.75 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,



Fabian Bagdes

Enclosures

FILED

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

BLACK FALCON, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE  
NAME

The name of the corporation is BLACK FALCON, INC.

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The purpose for which the corporation is organized is to sell and distribute tracking devices for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR  
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE  
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX  
PRINCIPAL OFFICE

The street address of the principal office of the corporation is: 294 Ash Street, Goldonna, Louisiana 71031. The mailing address of the corporation is P. O. Box 144, Goldonna, Louisiana 71031.

ARTICLE SEVEN  
REGISTERED OFFICE

The street address of the registered office of the corporation is 407 N. Wild Olive Avenue, Daytona Beach, Florida 32118, and the name of the initial registered agent at such address is Fabian Bagdes.

ARTICLE EIGHT  
DIRECTORS

The board of directors shall consist of one member, Russell B. Bryant, 294 Ash Street, Goldonna, Louisiana 71031.

ARTICLE NINE  
INCORPORATORS

The name and address of the sole incorporator is: Russell B. Bryant, 294 Ash Street, Goldonna, Louisiana 71031.

ARTICLE TEN  
OFFICERS

The sole officer of the corporation shall be Russell B. Bryant, 294 Ash Street, Goldonna, Louisiana 71031, who shall serve as President/Treasurer.

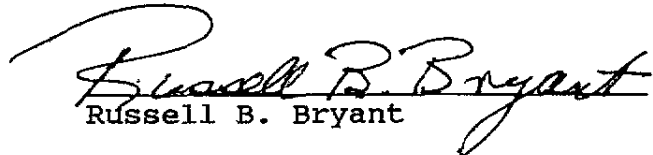
ARTICLE ELEVEN  
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE  
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 5<sup>th</sup> day of September, 2003.

  
Russell B. Bryant

STATE OF LOUISIANA  
COUNTY OF Natchitoches

On September 5, 2003, before me, the undersigned authority, appeared RUSSELL B. BRYANT, who is personally known to me or who has produced drivers License as identification, and whose name is subscribed to the within instrument and having been duly sworn he acknowledged that he executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

  
Notary Signature

Seal:

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA  
DEPARTMENT OF STATE

FILED  
03 SEP 10 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

BLACK FALCON, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 294 Ash Street, in the City of Goldonna, Parish of Natchitoches, in the State of Louisiana, has named Fabian Bagdes, who is located at 407 N. Oleander Avenue, Daytona Beach, Florida, as its registered agent to accept service of process within the State.

DIRECTOR:

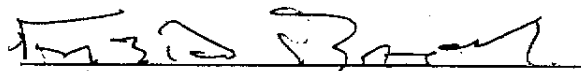
Russell B. Bryant

ADDRESS:

294 Ash Street  
Goldonna, LA 71031

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.

  
Fabian Bagdes