

ACCOUNT NO. : 07210000032

REFERENCE : 533388

4711930

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: September 17, 1997

ORDER TIME : 2:24 PM

ORDER NO. : 533388-005

CUSTOMER NO: 4711930

900002306919--9

CUSTOMER: Mr. Stephen Dillemuth

Telematics, Inc.

1201 Cypress Creek Road

Fort Lauderdale, FL 33309

FOREIGN FILINGS

NAME: TELEMATICS INTERNATIONAL, INC.

XX PROFIT NON-PROFIT

XX CORPORATE LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

OCT 2 1997



FLORIDA DEPARTMENT OF STATE

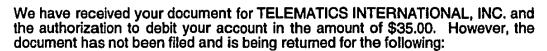
Sandra B. Mortham Secretary of State

September 30, 1997

CSC 1201 Hays Street Tallahassee, FL 32301

SUBJECT: TELEMATICS INTERNATIONAL, INC.

Ref. Number: P13545



An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan Corporate Specialist

Letter Number: 597A00048206

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT

	BUSINESS IN FLORIDA		
	(Pursuant to s. 607.1504, F.S.)	ب	,
	ALEC:	~	
	ARET	SEP.	T
	ASS.	ယ္	F
	SECTION I	ن	П
	(1-3 must be completed)	골	
1.	1. TELEMATICS INTERNATIONAL, INC.	30 附12: 27	
	Name of corporation as it appears on the records of the Department of State.	'ا	i
^	2 DELAWARE 3 3-10-87		
۷.	Incorporated under the laws of Date authorized to do business in Florida		
	SECTION II		
	(4-7 complete only the applicable changes)		
_		لمسمس	
4.	4. If the amendment changes the name of the corporation, when was the change effe	ctea	
	under the laws of its jurisdiction of incorporation? 2 18 97		—
_	5 TELEMATICS, INC.		
5.	Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporation"	ted."	<u>—</u>
	appropriate abbreviation, if not contained in new name of the corporation.	,	٠.
_			
6.	6. If the amendment changes the period of duration, indicate new period of duration.		
_			
_	New Duration		
7.	7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction	1.	
_	No. 1. State distan		
	New Jurisdiction		
	1) Frieder 9/24/97		
_	Signature Date		
18	ISRAEL FRIEDER PRESIDENT		
	Typed or printed name Title		

Typed or printed name

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELEMATICS 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 TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

Edward J. Freel, Secretary of State

AUTHENTICATION:

8672356

DATE:

09-26-97

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "TELEMATICS INTERNATIONAL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "TELEMATICS INC.", THE EIGHTEENTH DAY OF FEBRUARY, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

Edward J. Freel, Secretary of State

AUTHENTICATION:

8680471

DATE:

10-01-97

2114945 8320

971330124