

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

800-342-8086

P95000009987

95 FEB -6 PM 11:35

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 537317 8814A

AUTHORIZATION :

Patricia Pjitt

COST LIMIT : \$ 70.00

ORDER DATE : February 6, 1995

ORDER TIME : 2:59 PM

ORDER NO. : 537317

700001398657

CUSTOMER NO: 8814A

CUSTOMER: Robert R. Morris, Esq
FUCHS JONES & MORRIS

590 Royal Palm Beach Boulevard

Royal Palm Bch, FL 33411

DOMESTIC FILING

P95000009987

NAME: FASTAG, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 FEB -6 AM 8:59
SECRET
TALLAHASSEE, FLORIDA

pm
2-7-95
cl

ARTICLES OF INCORPORATION
OF
Fastag, INC.

FILED
95 FEB -6 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Fastag, INC.

The address of the principal office of this corporation shall be 13325 Lamirada Circle, Wellington, Florida 33414, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 590 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411, and the name of the initial registered agent of the corporation at that address is Lawrence M. Fuchs.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Robert J. Landrum
Dir.

13325 Lamirada Circle
Wellington, Florida 33414

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on February 6, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Gail A. Shelby
Its Agent, Gail Shelby

LKS/dks

FILED
95 FEB -6 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

LAWRENCE M. FUCHS, ESQ., an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

Fastag, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Lawrence M. Fuchs, Esq.

JECK HARRIS JONES & KAUFMAN, L.L.P.

Attorneys and Counselors at Law

SUITE 400, REYNOLDS PLAZA

1081 EAST INDIANTOWN ROAD

JUPITER, FLORIDA 33477-5143

(407) 740-1002

(407) 3-8004 IN FLORIDA ONLY

TELEFAX (407) 747-7477

WILLIAM M. SHARPLESS
OF COUNSEL

PHILIPPE C. JECK

AUDREY HARRIS

GEOFFREY L. JONES

J. E. KAUFMAN

J. A. HARRISON

P95000009987

December 19, 1995

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

RE: FastTag, Inc.
Charter No. P95000009987
Our File No. 11106.02000

800001671638
-12/27/95--01034--004
*****87.50 *****87.50

Dear Sir/Madam:

Enclosed is a Statement of Change of Registered Office and Registered Agent for the above referenced corporation. Also enclosed is our check in the amount of \$87.50, which represents the following charges:

Filing Fee	\$35.00
Certified Copy	<u>52.50</u>
<u>Total</u>	\$87.50

Please arrange to have the Articles filed as promptly as possible, and return to us a certified copy. If there is any problem or question, please contact us immediately.

Thank you for your cooperation.

Very truly yours,

Ilisa Carlton
Ilisa Carlton

IC/lca
enclosures
cc: FastTag, Inc.

FILED
35 DEC 26 AM 11:58
TALLAHASSEE, FLORIDA

P95000009987
12-26-95
RACM

STATEMENT OF CHANGE
OF
REGISTERED OFFICE AND REGISTERED AGENT

To the Secretary of State of the State of Florida:

Pursuant to the provisions of Sections 607.0501 and 607.0502, Florida Statutes, FASTAG, INC., a Florida corporation, submits the following statement for the purpose of changing its registered office and registered agent, in the State of Florida.

- FIRST: The name of the corporation is FASTAG, INC.
- SECOND: The address of its present registered office is 590 Royal Palm Boulevard, Royal Palm Beach, Florida 33411.
- THIRD: The address to which its registered office is to be changed is 13325 LaMirada Circle, Wellington, Florida 33414.
- FOURTH: The name of its present registered agent is Lawrence M. Fuchs.
- FIFTH: The name of its successor registered agent is Robert Landrum.
- SIXTH: The address of its registered office and the address of the business office of its registered agent, changed, will be identical.
- SEVENTH: Such change was authorized by resolution duly adopted by its Board of Directors.

Dated: 11/30, 1995.

FASTAG, INC.

By: Robert Landrum
ROBERT LANDRUM, President
and Registered Agent

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Dated: 11/30/95

Robert Landrum
ROBERT LANDRUM, Registered Agent

P95000009987

JECK HARRIS JONES & KAUFMAN, L.L.P.

Attorneys and Counselors at Law

SUITE 400, REYNOLDS PLAZA

1061 EAST INDIANTOWN ROAD

JUPITER, FLORIDA 33477-5143

(407) 746-1002

(407) 283-8004 (MARTIN COUNTY)

TELECOPIER: (407) 747-4113

PHILIPPE C. JECK

AUDREY HARRIS

GEOFFREY L. JONES

JILL E. KAUFMAN

ILISA CARLTON

WILLIAM M. SHARPLESS
OF COUNSEL

December 19, 1995

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

FILED
95 DEC 26 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: FastTag, Inc.
Charter No. P95000009987
Our File No. 11106.02000

Dear Adam:

Enclosed are Articles of Amendment to the Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$87.50, which represents the following charges:

Filing Fee	\$35.00
Certified Copy	<u>52.50</u>
Total	\$87.50

Please arrange to have the Articles filed as promptly as possible, and return to us a certified copy. If there is any problem or question, please contact us immediately.

Thank you for your cooperation.

Very truly yours,

Ilisa Carlton

Ilisa Carlton

*Organized - misc.
Linda*

IC/lca
enclosures
cc: FastTag, Inc.

12/26
100001671601
-12/27/95--01033--002
*****87.50 *****87.50

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
FASTAG, INC.

(FS §§607.1001, 607.1004, 607.1006, 607.1009)

FILED

95 DEC 26 AM 11:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provision of the Articles of Incorporation of FastTag, Inc., a Florida corporation, filed in Tallahassee on February 6, 1995, be and they hereby are amended in the following particulars:

ARTICLE III, be and it hereby is amended to read as follows:

" The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 (one million) shares of common stock having \$.01 (one cent) par value per share.

2. The foregoing amendment was adopted by the Shareholders and Directors of the corporation on the 30 day of November, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 30 day of November, 1995.


ROBERT LANDRUM, President


JAMES MCGUINNESS, Secretary