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PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

96 MAR 23 12 18 05
LIVE

ACCOUNT NO. : 072100000032

REFERENCE : 926104 4324949

AUTHORIZATION :

Victoria L. Perez

COST LIMIT : \$ 70.00

ORDER DATE : April 22, 1996

ORDER TIME : 12:21 PM

ORDER NO. : 926104

100001791051

CUSTOMER NO: 4324949

CUSTOMER: Ms. Denise Spano
ALBRECHT, MAGUIRE, HEFFERN &
GREGG, P.C.
2100 Main Place Tower

Buffalo, NY 142023783

DOMESTIC FILING

NAME: CHILDREN AND ADULT SAFETY
SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

FILED
96 MAR 23 PM 12:36
TALLAHASSEE, FLORIDA

7/6.7-1938

4/24/96

ARTICLES OF INCORPORATION
OF
CHILDREN AND ADULT ROAD SAFETY SYSTEMS, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "corporation") is Children And Adult Road Safety Systems, Inc.

SECOND: The street address and mailing address of the principal office of the corporation is 17568 Fairmeadow Drive, Tampa, Florida 33647.

THIRD: The number of shares that the corporation is authorized to issue is Two Hundred (200), all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 17568 Fairmeadow Drive, Tampa, Florida 33647.

The name of the initial registered agent of the corporation at the said registered office is Joseph R. Argy.

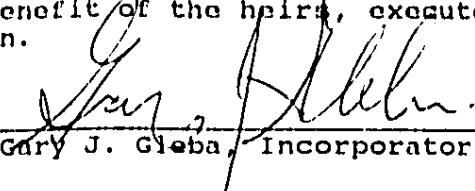
The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Gary J. Gleba	Albrecht, Maguire, Heffern & Gregg, P.C. 2100 Main Place Tower Buffalo, New York 14202

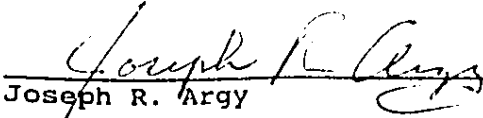
SIXTH: The duration of the corporation shall be perpetual.

SEVENTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-law, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.



Gary J. Gleba, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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 obligations of my position as registered agent.



Joseph R. Argy

Date: April 19, 1996

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