

PA6000076237

LAW OFFICE OF
GREGORY V. BEAUCHAMP, P.A.
107 EAST PARK AVENUE / P.O. BOX 1129
CHIEFLAND, FLORIDA 32626
904-493-1450

SECRETARY OF STATE
DIVISION OF CORPORATIONS
86 SEP 12 AM 9:33

September 10, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
The Capitol
Tallahassee, FL 32314

Re: Interstate Traffic Systems, Inc..

Dear Sir or Madam:


Enclosed please find the original and a copy of the Articles of Incorporation for the above-named profit corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	35.00
Registered Agent	<u>52.50</u>
	\$122.50

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***122.50 ***122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me at your earliest opportunity.

Sincerely,


Gregory V. Beauchamp

GVB/kjh

Enclosures

D. BROWN SEP 13 1996

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 12 PM 9:38

ARTICLES OF INCORPORATION
OF
INTERSTATE TRAFFIC SYSTEMS, INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE: NAME

The name of this corporation shall be: INTERSTATE TRAFFIC SYSTEMS, INC.

ARTICLE TWO: GENERAL PURPOSE

The general purpose for which this corporation is initially organized is to operate a volume counter sites and traffic signal loop installation business; and for the further purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLES THREE: DURATION

This corporation shall have perpetual existence.

ARTICLE FOUR: CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of common stock at \$1.00 par value. By general consent of the Stockholders, it is their desire to designate the initial capital stock of this corporation as Section 1244 Stock, as defined under the Internal Revenue Code. As such this stock will qualify for all rights and privileges of Section 1244 Stock.

ARTICLE FIVE: ADDRESS

The street address of the initial principal office of this corporation is to be 2650 N.W. 52 Ct., Chiefland, Florida 32626. The street address of the corporation's initial registered office is 2650 N.W. 52 Ct., Chiefland, Florida 32626 and the name of its initial registered agent is WILLIAM T. HAMMOND, JR., whose address is 2650 N.W. 52 Ct., Chiefland, Florida 32626. The stockholders may from time to time designate such other address and place as the registered office of said corporation and such other person as its Registered Agent, subject to requirements of Florida law.

ARTICLE SIX: MANAGEMENT

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. Each stockholder shall be entitled to one vote in person or by proxy for each share of voting stock held by him or her. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE SEVEN: INCORPORATORS

The name and street address of each incorporator of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
WILLIAM T. HAMMOND, JR.	2650 NW 52 Ct. Chiefland, FL 32626	100	\$100.00
DIANA M. HAMMOND	2650 NW 52 Ct. Chiefland, FL 32626	100	\$100.00

ARTICLE EIGHT: EFFECTIVE DATE


These Articles Of Incorporation shall become effective upon approval by the Department Of State of the State of Florida.

ARTICLE NINE: AMENDMENT

These Articles Of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders and evidence of that approval shall be in writing, signed by the stockholders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged to be filed, the foregoing Articles of Incorporation in the office of the Secretary of State on this 10th day of September, 1996.


WILLIAM T. HAMMOND, JR.


DIANA M. HAMMOND

STATE OF FLORIDA

COUNTY OF LEVY

On this 10th day of September, 1996, before me, an officer duly qualified to take acknowledgments, personally appeared WILLIAM T. HAMMOND, JR. and DIANA M. HAMMOND, personally known to me and known to be the persons described in and who executed the foregoing Articles of Incorporation and they acknowledged before me the execution of same, and they did not take an oath.

WITNESS My hand and official seal in the County and State last aforesaid this 10th day of September, 1996.

(SEAL)



Kathleen Joan Hope
MY COMMISSION # CC580820 EXPIRES
August 28, 2000
BONDED THROUGH TROY FAIR INSURANCE, INC.


Kathleen Joan Hope
Notary Public

Kathleen Joan Hope
Notary Public Printed Name
My Commission Expires:

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ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

The undersigned, WILLIAM T. HAMMOND, JR., does hereby accept the designation and appointment of registered agent of INTERSTATE TRAFFIC SYSTEMS, INC.


WILLIAM T. HAMMOND, JR.
2650 N.W. 52 Ct.
Chiofland, FL 32626