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TO: DIVISION OF CORPORATIONS

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FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.

ACCT#: 076067004147

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FAX #: (305) 763-2439

NAME: HITRAK SYSTEMS, INC.

AUDIT NUMBER.....H97000007213

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FILE 5/2/97

FAX AUDIT NO. H97000007213

ARTICLES OF INCORPORATION  
OF  
HITRAK SYSTEMS, INC.  
A FLORIDA CORPORATION

FILED  
97 MAY -1 AM 7:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of HITrak Systems, Inc., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is HiTrak Systems, Inc. and the street address of the initial principal office of the Corporation is 17708 Crooked Oak Avenue, Boca Raton, Florida 33487.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

PREPARED BY: Gerald W. Gritter, Esquire  
100 N.E. Third Avenue, Suite 1100  
Fort Lauderdale, FL 33301  
(954) 462-3300  
Florida Bar No. 282170

FAX AUDIT NO. H97000007213

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ARTICLE IVINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 17708 Crooked Oak Avenue, Boca Raton, Florida 33487 and the name of the Initial Registered Agent of the Corporation at that address is Graham Smith.

ARTICLE VINITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Graham Smith	17708 Crooked Oak Avenue Boca Raton, Florida 33487
James Skoog	17708 Crooked Oak Avenue Boca Raton, Florida 33487

ARTICLE VIINCORPORATOR

The name and address of the Incorporator of the Corporation is Gerald W. Gritter, Esquire, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

FAX AUDIT NO. H97000007213

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1 day of MAY, 1997.



GERALD W. GRITTER, Incorporator

FAX AUDIT NO. H97000007213

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for HITRAK SYSTEMS, INC. at the place designated in the foregoing 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 the Florida Business Corporation Act 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.

Dated: 5/1/97By: GRAHAM SMITH, Initial  
Registered AgentFILED  
97 MAY -1 AM 7:50  
SEC.  
TALLAHASSEE, FLORIDA

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