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# ARTICLES OF INCORPORATION

OF

### METERED, INC.

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The undersigned, incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

- 1. NAME. The name of the Corporation shall be Metered, Inc.
- 2. <u>PLACE OF OFFICE</u>. The principal place of business and mailing address of this Corporation shall be 1317 Overlook Drive, Mt. Dora, Florida 32757.
- 3. <u>SHARES</u>. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares, all of which shall be common stock without par value.
- 4. <u>PURPOSE</u>. This corporation is organized for the purpose of transacting any or all lawful business for which the corporations may be incorporated under Florida Statutes and permitted under the provisions of Chapter 607, Florida Statutes, as such chapter may be hereinafter amended, to include additional purposes and allowable transactions; and to otherwise do any and all things in a corporate capacity not otherwise inconsistent with the laws of the State of Florida and the United States of America regulating corporations for profit.
- 5. <u>DIRECTORS</u>. The names and address of the persons who are to serve as initial Directors are: Art Meyers, 1317 Overlook Drive, Mt. Dora, FL 32757 and Ed Rudolf, 5405 Valley Belt Road, Independence, OH 44131.
- 6. <u>INITIAL REGISTERED AGENT AND STREET ADRESS</u>: The name and Florida street address of the initial registered agent are c/o CT Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is CT Corporation System.
- 7. INCORPORATOR. The name and address of the incorporator to these Articles of Incorporation are Ronald F. Wayne, Esq., Chattman, Gaines & Stern, 1350 Euclid Avenue, Cleveland, OH 44115

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IN WITNESS of November, 1999.	WHEREOF, I have hereur By:	Ronald F. Wayne, Esq.	
		11/29	1000

# REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, 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.

CT Corporation System

CONNIE BRYAN SPECIAL ASSISTANT SECRETARY

By:

Registered Agent

<u>Jecember le +1</u>, 1999

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### ARTICLES OF INCORPORATION

OF

### METERED, INC.

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- 7. INCORPORATOR. The name and address of the incorporator to these Articles of Incorporation are Ronald F. Wayne, Esq., Chattman, Gaines & Stern, 1350 Euclid Avenue, Cleveland, OH 44115

IN WITNESS WHEREOF, I have hereunto subscribed my name on this  $2q^{kn}$  day of November, 1999.

Ronald F. Wayne, Esq.
Incorporator

<u>11/29</u>, 1999

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CT Corporation System

CONIVE BRYAN SPECIAL ASSISTANT SECRETARY

By:

Registered Agent

<u> Micember 6 + 1999</u>, 1999.

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SECRETARY OF STATE
TALLAHASSEE FLOORE,