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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPDIRECT AGENTS, INC.
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Phone : (850) 222-1173
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FOREIGN PROFIT/NONPROFIT CORPORATION

REFLEX TRAFFIC SYSTEMS, INC.

| | |
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| Certificate of Status | 0 |
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Bedflex Traffic Systems, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc.," "Co." or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 94-3292233
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Aug. 7 2002 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 15020 N. 74th Street, Scottsdale, AZ 85260
(Principal office address)

same as above
(Current mailing address)

8. Photo enforcement
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste 4

Weston, Florida 33331
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

NRAI Services, Inc.

Gabriel Hughes, Assistant Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Christopher Austin Cooper
Address: 15020 N. 74th Street
Scottsdale, AZ 85260

Vice Chairman: _____
Address: _____

Director: Robin Debernardi
Address: 15020 N. 74th Street
Scottsdale, AZ 85260

Director: Graham William Davie
Address: 15020 N. 74th Street
Scottsdale, AZ 85260

B. OFFICERS

President: Hasen Leigh Finley
Address: 15020 N. 74th Street
Scottsdale, AZ 85260

Vice President: _____
Address: _____

Secretary: Justin Allen Iske
Address: 15020 N. 74th Street; Scottsdale, AZ 85260

~~Secretary:~~ Christina Weekes
Address: 15020 N. 74th Street; Scottsdale, AZ 85260

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Justin Allen Iske
(Signature of Director or Officer listed in number 12 of the application)

14. Justin Allen Iske Controller/Secretary
(Typed or printed name and capacity of person signing application)

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REDFLEX TRAFFIC SYSTEMS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "REDFLEX TRAFFIC SYSTEMS, INC." WAS INCORPORATED ON THE SEVENTH DAY OF AUGUST, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6093402

DATE: 10-22-07
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