

FILED EFFECTIVE

08 JAN 28 AM 9:23

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
TRACKER RADIO SYSTEMS CORPORATION

1. **Name.** The name of the corporation is Tracker Radio Systems Corporation.

2. **Authorized shares.** The aggregate number of shares the corporation is authorized to issue shall be 500, all of which shall be common voting stock having a par value of \$1.00 per share.

3. **Registered office and agent.** The registered office of the corporation is 800 S. Industry Way, Suite 160, Meridian, Idaho 83642, and its registered agent at that address is Kenneth B. Barber.

4. **Board of Directors.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be two (2), and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Kenneth B. Barber	800 S. Industry Way, Suite 160 Meridian, Idaho 83642
Janne Maijala	Tracker Oy Ahventie 4a7 02170 ESPOO, Finland

5. **Indemnification.** The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

6. **Limitation of Liability.** No director shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

IDAHO SECRETARY OF STATE
01/28/2008 05:00
CK: NONE CT: 1117 BH: 1096844
1 @ 30.00 = 30.00 STMT MERGE # 3

C 176934

7. **Incorporator.** The name of the incorporator is David S. Jensen and the incorporator's address is P. O. Box 829, Boise, Idaho 83701.

In witness whereof, I have subscribed these Articles of Incorporation this 24th day of January, 2008.



David S. Jensen, Incorporator