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FILED

In the office of the Secretary of State  
of the State of California

JAN 19 1993

*March Fong Eu*  
MARCH FONG EU, Secretary of State

ARTICLES OF INCORPORATION

OF

RAPISCAN SECURITY PRODUCTS (U.S.A.), INC.

ONE: The name of this corporation is:  
  
RAPISCAN SECURITY PRODUCTS (U.S.A.), INC.

TWO: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporations Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

THREE: The name and address in the State of California of this corporation's initial agent for service of process is: Gerald M. Chizever, Esq., 9601 Wilshire Boulevard, Penthouse Suite, Beverly Hills, California 90210.

FOUR: The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

FIVE: The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.

SIX: This corporation is authorized to issue only one class of stock; and the total number of shares which this corporation is authorized to issue is 1,000,000.

DATED: January 12, 1993

  
AJAY MEHRA