

COMMON STOCK

NUMBER

001363



COMMON STOCK

SHARES

000001

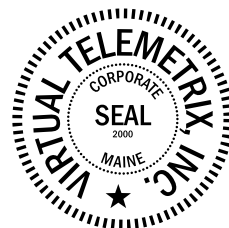
VIRTUAL TELEMETRIX, INC.

CERTIFICATE OF STOCK

FULLY PAID AND NONASSESSABLE SHARES OF THE COMMON STOCK, PAR VALUE \$.00 PER SHARE

FULLY PAID AND NON-ASSESSABLE SHARES OF THE COMMON STOCK OF VIRTUAL TELEMETRIX, INC. TRANSFERABLE ONLY ON THE BOOKS OF THE CORPORATION BY THE HOLDER HEREOF IN PERSON OR BY ATTORNEY UPON SURRENDER OF THIS CERTIFICATE PROPERLY ENDORSED. THIS CERTIFICATE IS NOT VALID UNTIL COUNTERSIGNED AND REGISTERED BY THE TRANSFER AGENT AND REGISTRAR. IN WITNESS WHEREOF THE CORPORATION HAS CAUSED THIS CERTIFICATE TO BE SIGNED BY THE FACSIMILE SIGNATURE OF ITS DULY AUTHORIZED OFFICERS AND TO BE SEALED WITH THE FACSIMILE SEAL OF THE CORPORATION.

CHAIRMAN, PRESIDENT AND CHIEF EXECUTIVE OFFICER



SENIOR VICE PRESIDENT, GENERAL COUNSEL AND DIRECTOR