

# PP9000109547

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C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

700003075497--5  
-12/20/99--01103--009

\*\*\*\*\*70.00 \*\*\*\*\*70.00

700003075497--5

-12/20/99--01103--010

\*\*\*\*\*8.75 \*\*\*\*\*8.75

Volcano Acquisition Corp.

EFFECTIVE DATE  
12/17/99

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
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T. SMITH DEC 20 1999

ARTICLES OF INCORPORATION  
OF  
VOLCANO ACQUISITION CORP.

Pursuant to §607.0202 of the  
Florida Business Corporation Act

**EFFECTIVE DATE**  
12/17/99

Article I

Name

The name of this corporation (this "Corporation") is Volcano Acquisition Corp.

Article II

Effective Date

The effective date of this Corporation's existence shall begin on December 17,  
1999.

Article III

Capital Stock

This Corporation is authorized to issue 100 shares of common stock with a par  
value of \$0.01 per share.

Article IV

Principal Office / Mailing Address of Corporation

The initial principal office and mailing address of this Corporation is:

c/o Evan A. Pilchik  
Fried, Frank, Harris, Shriver & Jacobson  
One New York Plaza  
New York, New York 10004

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TALLAHASSEE, FLORIDA

Article V

Initial Registered Office and Agent

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

CT Corporation System  
1200 South Pine Island Road  
City of Plantation, Florida 33324

Article VI

Initial Board of Directors

This Corporation shall have 3 directors initially. The number of directors may be either increased or decreased from time to time by an amendment to the Bylaws duly adopted by the shareholders or the directors but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Heinz A. Kundert	c/o Balzers and Leybold Holding AG Hofwiesenstrasse 135 CH-8021 Zurich
Martin E. Bader	c/o Balzers Limited P.O. Box 1000 FL-9496 Balzers Furstentum Liechtenstein
Peter Ruof	c/o Blackwood Capital Group LLC 200 East 33 <sup>rd</sup> Street New York, NY 10016

Article VII

Incorporator

The name and address of the person signing these Articles are:

Evan A. Pilchik  
Fried, Frank, Harris, Shriver & Jacobson  
One New York Plaza  
New York, New York 10004

Article VIII

Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 17<sup>th</sup> day of December, 1999.



Evan A. Pilchik  
Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that it is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505 this 17<sup>th</sup> day of December, 1999.

CT Corporation System  
Registered Agent

By: 

Name:  
Title:

Patrick A. Nolan  
Assistant Secretary

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