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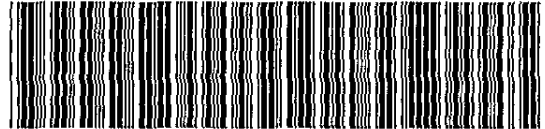
(Business Entity Name)

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DEPT. OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : 072100000032
REFERENCE : 924194 4325419
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 12, 2004
ORDER TIME : 10:31 AM
ORDER NO. : 924194-035
CUSTOMER NO: 4325419
CUSTOMER: Joan Messina
Pentax Of America, Inc.
102 Chestnut Ridge Road
Montvale, NJ 07645

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: PENTAX OF AMERICA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: _____

**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.

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TALLAHASSEE, FLORIDA

1. PENTAX of America, 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

(State or country under the law of which it is incorporated)

3. 84-0721450

(FEI number, if applicable)

4. August 5, 1976

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing.

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

7. 102 Chestnut Ridge Road, Montvale, NJ 07645

(Principal office address)

102 Chestnut Ridge Road, Montvale, NJ 07645

(Current mailing address)

8. See Attached Addendum.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

By: Lane R. Dunlap

(Registered agent's signature)

Laura R. Dunlap
as its agent

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.

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

A. DIRECTORS

Chairman: Mr. Ikuzo Okamoto

Address: PENTAX Corporation

2-36-9, Maeno-cho, Itabashi-ku, Tokyo 174-8639 Japan

Vice Chairman: _____

Address: _____

Director: Mr. Katsuo Mori

Address: PENTAX Corporation

2-36-9, Maeno-cho, Itabashi-ku, Tokyo 174-8639 Japan

Director: Mr. Kuo Torigoe

Address: PENTAX Corporation

2-36-9, Maeno-cho, Itabashi-ku, Tokyo 174-8639 Japan

B. OFFICERS

President: Mr. Koichiro Toda

Address: PENTAX of America, Inc., 102 Chestnut Ridge Road, Montvale, NJ 07645

Vice President: _____

Address: _____

Secretary: Mr. Naoki Morita

Address: PENTAX of America, Inc., 600 12th Street, Suite 300, Golden, CO 80401

Treasurer: Mr. Kengo Jojiki

Address: PENTAX of America, Inc., 102 Chestnut Ridge Road, Montvale, NJ 07645

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Mr. Kengo Jojiki, Treasurer

(Typed or printed name and capacity of person signing application)

ADDENDUM TO APPLICATION

8. Any lawful act or activity for which corporation may be organized under the General Corporation law of the State of Delaware.

LIST OF ADDITIONAL OFFICERS AND DIRECTORS.

12. A. DIRECTORS

Mr. Malcolm Kennedy	C.R. Kennedy & Company PTY. LTD. 663 Chapel St., South Yarra, Melbourne, Victoria 3141 Australia
Mr. Koichiro Toda	PENTAX of America, Inc. 102 Chestnut Ridge Road, Montvale, NJ 07645
Mr. James Kast	PENTAX of America, Inc. 600 12 th Street, Suite 300, Golden, CO 80401
Mr. David Woods	PENTAX of America, Inc. 102 Chestnut Ridge Road, Montvale, NJ 07645
Mr. Kengo Jojiki	PENTAX of America, Inc. 102 Chestnut Ridge Road, Montvale, NJ 07645

B. OFFICERS

CEO	Mr. Ikuzo Okamoto	PENTAX Corporation 2-36-9, Maeno-cho, Itabashi-ku Tokyo 174-8639 Japan
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Delaware

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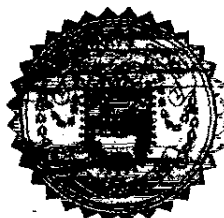
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PENTAX OF AMERICA, 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 TWELFTH DAY OF OCTOBER, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PENTAX OF AMERICA, INC." WAS INCORPORATED ON THE FIFTH DAY OF AUGUST, A.D. 1976.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0827543 8300

AUTHENTICATION: 3406472

040736753

DATE: 10-12-04