

F93000005370

ARTICLES OF MERGER
Merger Sheet

MERGING:

SUN-TEK CONSULTANTS, INC., a Florida corporation, S65044

into

AMERICA'S REGISTRY, INC., a Massachusetts corporation F93000005370

File date: January 2, 1997

Corporate Specialist: Joy Moon-French



THE UNITED STATES
CORPORATION
COMPANY

F93000005370

ACCOUNT NO. : 072100000032

REFERENCE : 202665 4304990

AUTHORIZATION : Patricia P. [signature]

COST LIMIT : \$ 70.00

ORDER DATE : December 26, 1996

ORDER TIME : 10:47 AM

ORDER NO. : 202665-005

CUSTOMER NO: 4304990

CUSTOMER: Cynthia Bacon, Legal Asst
Ropes & Gray
One International Place

Boston, MA 02110

8000002048458--7
-01/02/97--01082--020
*****70.00 *****70.00

ARTICLES OF MERGER

AMERICA'S REGISTRY, INC.

INTO

SUN-TEK CONSULTANTS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

1/2

[signature]

FILED
97 JAN -2 PM 3:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 JAN -2 PM 12:12
DIVISION OF CORPORATION

ARTICLES OF MERGER

OF

SUN-TEK CONSULTANTS, INC.,
a Florida corporation

WITH AND INTO

AMERICA'S REGISTRY, INC.,
a Massachusetts corporation

FILED

97 JAN -2 PM 3:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

To the Department of State
State of Florida

Pursuant to the Provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

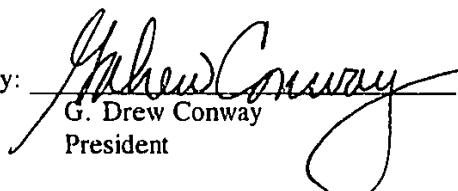
1. Annexed hereto as Exhibit A and made a part hereof is the Plan of Merger for merging Sun-Tek Consultants, Inc. with and into America's Registry, Inc. as approved by the Board of Directors of Sun-Tek Consultants, Inc. on December 26, 1996 and adopted by unanimous written consent of the Board of Directors of America's Registry, Inc., dated December 26, 1996.
2. The merger of Sun-Tek Consultants, Inc. with and into America's Registry, Inc. is permitted by the laws of the jurisdiction of organization of America's Registry, Inc. and has been authorized in compliance with said laws.
3. Shareholder approval was not required for the merger.
4. The effective time and date of the merger herein provided for in the State of Florida shall be December 31, 1996.

Executed on December 26, 1996.

SUN-TEK CONSULTANTS, INC.

AMERICA'S REGISTRY, INC.

By:


G. Drew Conway
President

By:

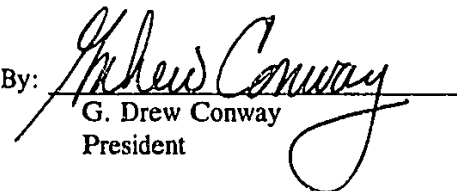

G. Drew Conway
President

EXHIBIT A

PLAN OF MERGER

1. America's Registry, Inc., which is a business corporation of the Commonwealth of Massachusetts and is the parent corporation and the owner of all of the outstanding shares of capital stock of Sun-Tek Consultants, Inc., which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges Sun-Tek Consultants, Inc. into America's Registry, Inc., pursuant to the provisions of the Florida Business Corporation Act and pursuant to the laws of the jurisdiction of organization of America's Registry, Inc.
2. The separate existence of Sun-Tek Consultants, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporations Act; and America's Registry, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the jurisdiction of its organization.
3. The issued shares of capital stock of Sun-Tek Consultants, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of America's Registry, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

97 JAN -9 AM 9:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **F9300000000574**

1 Corporation Name

XL Vision, Inc.

Principal Place of Business

Mailing Address

10305 102nd Terrace
Sebastian, Florida 32958

REINSTATEMENT *no 9/6-97*

If above addresses are incorrect in any way, line through incorrect information and enter correction below

DO NOT WRITE IN THIS SPACE

2 New Principal Office Address, if Applicable

3 New Mailing Address, if Applicable

4 Date Incorporated or Qualified
To Do Business in Florida

August 4, 1993

Suite, Apt. #, etc

Suite, Apt. #, etc

5 FEI Number

59-3174083

Applied For

Not Applicable

City & State

City & State

Zip

Country

Zip

Country

CERTIFICATE OF STATUS DESIRED ☐

\$375 Additional Fee required
(PA Certificate of Status)

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
Chairman	John S. Scott	10305 102nd Terrace	Sebastian, FL 32958
CEO/ Pres.	Gregory W. Haskell	10305 102nd Terrace	Sebastian, FL 32958
Secretary VP	James B. Willmann	10305 102nd Terrace	Sebastian, FL 32958
VP/CFO	David Szostak	10305 102nd Terrace	Sebastian, FL 32958
VP	James Wellman	10305 102nd Terrace	Sebastian, FL 32958

8. Name and Address of Current Registered Agent

James B. Willmann
10300 102nd Terrace
Sebastian, FL 32958

9. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
600002057836--3
Suite, Apt. #, Etc. **-01/14/97-01168-003**
*****915.00 ***915.00**
City
State **FL** Zip Code

10 I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

[Signature]

REGISTERED AGENT MUST SIGN

Jan 7, 1997 *[Signature]*

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

(See other side for information
on intangible tax)

12 I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1-7-97

Date

561-589-7331

Daytime Phone #

CR200-00 (12/95)