

TOP SOURCE INSTRUMENTS, INC.

7108 FAIRWAY DRIVE
SUITE 200

PALM BEACH GARDENS, FLORIDA 33418

PHONE: 561-775-5756 FACSIMILE: 561-691-5222

F95000001208

March 3, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

500002465865--5
-03/24/98--01016--013
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find the necessary forms to change our name from On-Site Analysis, Inc. to Top Source Instruments, Inc. along with our check in the amount of \$35.00.

Thank you very much for your attention to this matter. If you have any questions please do not hesitate to call.

Sincerely,

Mark Herthum

Mark Herthum
Sr. Accountant

Encl.

FILED
98 APR - 8 PM 2: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

n/c amended

See 4/8



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1998

MARK HERTHUM
TOP SOURCE INSTRUMENTS, INC.
7108 FAIRWAY DRIVE, SUITE 200
PALM BEACH GARDENS, FL 33418

SUBJECT: ON-SITE ANALYSIS, INC.
Ref. Number: F95000001208

We have received your document for ON-SITE ANALYSIS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 198A00016020

TOP SOURCE INSTRUMENTS, INC.

7108 FAIRWAY DRIVE

SUITE 200

PALM BEACH GARDENS, FLORIDA 33418

PHONE: 561-775-5756 FACSIMILE: 561-691-5222

April 1, 1998

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Ms. Brown:

Enclosed please find the necessary forms to change our name from On-Site Analysis, Inc. to Top Source Instruments, Inc. You already received our check in the amount of \$35.00.

Thank you very much for your attention to this matter. If you have any questions please do not hesitate to call.

Sincerely,



Mark Herthum
Sr. Accountant

Encl.

RECEIVED
98 APR -6 AM 9:58
DIVISION OF CORPORATIONS

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

98 APR -8 PM 2:25
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. On-Site Analysis, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Georgia
Incorporated under laws of
3. March 14, 1995
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 7, 1997
5. Top Source Instruments, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

N/A

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

New Jurisdiction

David Natan
Signature

March 30, 1998

Date

David Natan

Typed or printed name

V.P. Finance, Secretary, Treasurer

Title

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 980510732
CONTROL NUMBER : 9317475
DATE INC/AUTH/FILED: 07/27/1993
JURISDICTION : GEORGIA
PRINT DATE : 02/20/1998
FORM NUMBER : 215

TOP SOURCE INSTRUMENTS, INC.
MARK HERTHUM
7108 FAIRWAY DR., STE. 200
PALM BEACH GARDENS FL 33418-3757

CERTIFIED COPY

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**TOP SOURCE INSTRUMENTS, INC.
A DOMESTIC PROFIT CORPORATION**

Said entity was formed in the jurisdiction set forth above and has filed in the office of the Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 970160193
CONTROL NUMBER: 9317475
EFFECTIVE DATE: 01/07/1997
REFERENCE : 0064
PRINT DATE : 01/16/1997
FORM NUMBER : 611

CT CORPORATION SYSTEM
JENNIFER FORMAN
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

CERTIFICATE OF NAME CHANGE AMENDMENT

I, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

ON-SITE ANALYSIS, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of State changing its name to

TOP SOURCE INSTRUMENTS, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
ON-SITE ANALYSIS, INC.

Pursuant to the provisions of the Georgia Business Corporation Code (the "GBCC"), § 14-2-1006, On-Site Analysis, Inc. (the "Corporation") hereby amends its Articles of Incorporation, and for that purpose, submits the following statement:

1. The name of the Corporation is On-Site Analysis, Inc.
2. Article I of the Articles of Incorporation is revoked and hereby amended to read in its entirety as follows:

Article I

The name of the Corporation is Top Source Instruments, Inc.

3. This foregoing Amendment to the Articles of Incorporation was adopted on November 22nd, 1996 by the Corporation's board of directors without shareholder approval, as such approval is not required, in accordance with the provisions of § 14-2-1002(8), GBCC.

4. The Corporation certifies that a Notice of Intent to file Articles of Amendment to change the name of the Corporation and a publishing fee of \$40 have been mailed or delivered to an authorized newspaper, as required by § 14-2-1006.1, GBCC.

IN WITNESS WHEREOF, the undersigned has executed this Third Amendment to the Articles of Incorporation this 22nd day of November, 1996.

ON-SITE ANALYSIS, INC.
(henceforth to be known as
TOP SOURCE INSTRUMENTS, INC.)

By: David Natan
David Natan, Vice President
of Finance

SECRETARY OF STATE

JAN 17 9 38 AM '97

DATA\WPIDOC\MAIN\TOPSOURCE\CORPDOC\OSA-NAME.CHG

EXHIBIT A

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 940031037
CONTROL NUMBER: 9317475
EFFECTIVE DATE: 12/28/1993
REFERENCE : 0045
PRINT DATE : 01/03/1994
FORM NUMBER : 611

WILLIAM M. ELLARD
CUSHING & MORRIS
229 PEACHTREE ST., STE. 2323
ATLANTA GA 30303

CERTIFICATE OF NAME CHANGE AMENDMENT

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

OSA, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of State changing its name to

ON-SITE ANALYSIS, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
OSA, INC.

1.

The name of the Corporation is OSA, Inc.

2.

(a) Article I of the Corporation's Articles of Incorporation is hereby amended to read as follows:

1.

The name of the Corporation is "On-Site Analysis, Inc."

(b) Except as expressly amended herein, the Articles of Incorporation shall remain in full force and effect.

3.

The amendment was adopted on December 20, 1993.

4.

The amendment was adopted by the board of directors without shareholder action, and no shareholder action was required.

IN WITNESS WHEREOF, the Corporation has executed these Articles of Amendment this 27th day of December, 1993.

OSA, INC.
(henceforth to be known as
On-Site Analysis, Inc.)

By: Carlton S. Joyce
Carlton S. Joyce, President

2818E

RECEIVED
SECRETARY OF STATE
DEC 23 3 19 PM '93
BSR (1)

VERIFICATION OF REQUEST FOR PUBLICATION

The undersigned hereby certifies that the request for publication of a notice of intent to file articles of amendment to change the name of OSA, Inc. and payment therefor have been made as required by O.C.G.A. § 14-2-1006.1.

This 27th day of December, 1993.

CUSHING & MORRIS

William A. Elmer
Attorney for OSA, Inc.

2820E

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

RESERVATION NUMBER: 933400582
EFFECTIVE DATE : 12/06/1993
EXPIRATION DATE : 03/06/1994
LICENSE NUMBER : N/A
CONSENT ON FILE : N/A
PRINT DATE : 12/09/1993
FORM NUMBER : 506

BILL ELLARD
STE 2323
229 PTREE ST NE
ATLANTA GA 30303

NAME RESERVATION CERTIFICATE

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the records of the Secretary of State have been reviewed and the name

ON-SITE ANALYSIS, INC.

is not identical to, and appears to be distinguishable from, the name of any other existing corporation, limited partnership, professional association, or limited liability company on file pursuant to Title 14 of the Official Code of Georgia Annotated.

This certificate shall be valid for a nonrenewable period of ninety days from the date of this certificate for profit and nonprofit corporations, professional associations, limited partnerships, or limited liability companies. Please submit this original certificate with any subsequent formation filing for a corporation, limited partnership, professional association, or limited liability company.

Name reservations are not renewable after expiration of the statutory reservation period stated above.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey
VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
456-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9317475
EFFECTIVE DATE: 07/27/1993
COUNTY : FULTON
REFERENCE : 0072
PRINT DATE : 08/03/1993
FORM NUMBER : 311

KEVIN R. ARMBRUSTER
229 PEACHTREE ST. N.E.
SUITE 2323
ATLANTA GA 30306

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

OSA, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF INCORPORATION
OF
OSA, INC.

I.

The name of the Corporation is:

OSA, Inc.

II.

The Corporation is authorized to issue not more than
100,000 shares of common stock.

III.

The street address and county of the Corporation's initial
registered office is 2323 Peachtree Center Cain Tower, 229 Peachtree
Street, N.E., Atlanta, Fulton County, Georgia 30303, and the name
of its initial registered agent at that office is Kevin R.
Armbruster.

IV.

The names and addresses of the incorporators are as follows:

Stuart Landow
Suite 24B
280 Park Avenue South
New York, New York 10010

James P.R. Samuels
2000 PGA Boulevard, Suite 3200
Palm Beach Gardens, Florida 33408-2713

V.

The mailing address of the Corporation's initial principal
office is 3121 Presidential Drive, Atlanta, Georgia 30340-3907.

VI.

The names and addresses of the initial directors are as
follows:



MAX CLELAND
Secretary of State
State of Georgia

Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

J. F. GULLION
Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	932090655	PENDING CONTROL #	P043288	CONTROL #	4317475
Docket Code	34	Corporation Type			
Date Filed	7/27/93	Amount Received \$	100.00	Check/Receipt #	9469
Jurisdiction (County) Code	60				
Examiner	72			Date Completed	

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1.	Applied for	932080674
	Corporate Name Reservation Number	
	OSA, Inc.	
	Corporate Name (exactly as appears on name reservation)	
2.	Kevin R. Armbruster	(404) 521-2323
	Applicant/Attorney	Telephone Number
	229 Peachtree Street, N.E., Suite 2323	
	Address	
	Atlanta, Georgia 30306	
	City	State Zip Code
3.	NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)	
	1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)	
	2. ORIGINAL ARTICLES OF INCORPORATION	
	3. ONE COPY OF ARTICLES OF INCORPORATION	
	I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been mailed or delivered to the authorized newspaper as required by law.	
	Kevin R. Armbruster	7/27/93
	Authorized Signature	Date



MAX CLELAND
Secretary of State
State of Georgia

Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

J. F. GULLION
Director

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	932090635	PENDING CONTROL #	P043288	CONTROL #	4317475
Docket Code	34	Corporation Type			
Date Filed	7/27/93	Amount Received \$	100.00	Check/Receipt #	9469
Jurisdiction (County) Code	60				
Examiner	73			Date Completed	

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. Applied for	932080674
Corporate Name Reservation Number	
OSA, Inc.	
Corporate Name (exactly as appears on name reservation)	
2. Kevin R. Armbruster	(404) 521-2323
Applicant/Attorney	Telephone Number
229 Peachtree Street, N.E., Suite 2323	
Address	
Atlanta, Georgia 30306	
City	State
	Zip Code

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)
2. ORIGINAL ARTICLES OF INCORPORATION
3. ONE COPY OF ARTICLES OF INCORPORATION

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Incorporation or a Notice of Intent to Incorporate with a publishing fee of \$40.00 has been mailed or delivered to the authorized newspaper as required by law.

Kevin R. Armbruster
Authorized Signature

7/27/93
Date