

F9600000202

TRANSMITTAL LETTER

Registration Fee - \$7.00
Certificate Fee - \$5.50
Total - \$12.50

TO: Qualification/Tax Lien Section
Division of Corporations

40000017900584
-04/23/96--01085--008
****122.50 ****122.50

SUBJECT: ZETA LABORATORIES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

William E. Williams
(Name of Person)
Zeta Laboratories, Inc.
(Firm/Company)
P.O. Box 1673
(Address)
Apopka, Florida 32704-1673
(City/State/Zip)

RECEIVED
96 APR 23 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4-24

Should you need to call someone concerning this matter, please call:

William E. Williams at (407) 889-0373
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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:**

1. Zeta Laboratories, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. November 7, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. Zeta Laboratories, Inc.
1348 Market St., Suite 207, Redding, California 96001
(Current mailing address)
8. Development, manufacture, marketing, and sales of lasers and laser
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) systems. Also, see attached
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: William E. Williams
Office Address: 2700 Plymouth-Sorrento Rd.
Apopka, , Florida, 32712
(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.
William E. Williams
(Registered agent's signature)
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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Mark Fukahara

Address: 1348 Market St., Suite 207, Redding, California, 96002

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Mark Fukahara

Address: Zeta Laboratories, Inc.

1348 Market St., Suite 207, Redding, California, 96002

Vice President: William E. Williams

Address: 2700 Plymouth-Sorrento Rd.

Apopka, Florida 32712

Secretary: Cheryl M. Coster

Address: Zeta Laboratories, Inc.

1348 Market St., Suite 207, Redding, California 96002

Treasurer: Cheryl M. Coster

Address: Zeta Laboratories, Inc.

1348 Market St., Suite 207, Redding, California, 96002

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

William E. Williams, Vice President

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

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 7th day of November

ZETA LABORATORIES, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
12th day of April, 1996



Bill Jones
BILL JONES
Secretary of State

Attach ment A

1952607

ARTICLES OF INCORPORATION
OF
ZETA LABORATORIES, INC.

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

NOV 7 1995

Bill Jones
BILL JONES, Secretary of State

I

The name of this corporation is ZETA LABORATORIES, INC.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California, other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by California Corporations Code.

III

The name and address in this state of the corporation's initial agent for service of process is MARK FUKUHARA, 1348 Market Street, Suite 207, Redding, California, 96001.

IV

The total number of shares which the corporation is authorized to issue is 10,000.

Mark Fukuhara
MARK FUKUHARA, Incorporator

I declare that I am the person who executed the above Articles of Incorporation, and such instrument is my act and deed.

DATED: November 2, 1995.

Mark Fukuhara
MARK FUKUHARA

FILED
96 APR 23 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA