

marcolin®

F97000002315

March 29, 2002

To Whom It May Concern:

On February 23, 2001 Marcolin USA, Inc., located in Morristown, New Jersey, purchased Creative Optics, Inc., in Scottsdale, Arizona. At the end of May 2001 the two companies were legally merged under the name and federal ID number of Marcolin USA, Inc. The New Jersey facility was closed and the corporate office was relocated to Scottsdale, Arizona.

I am enclosing copies of the merger documentation. If you require any further information, please contact me at our Scottsdale office. Thank you for your assistance.

Sincerely,



Josephine T. Abrams
Vice President and Controller

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*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUN -6 PM 2:19

Withdrawal
06/07/02
DC

Marcolin USA, Inc.

ARIZONA OFFICE: 7543 East Tierra Buena Drive · Scottsdale, Arizona 85620 · Telephone: (480) 951-7174 Facsimile: (480) 951 8052
FLORIDA OFFICE: 1407 Coral Way · Miami, Florida 33145-2874 · Telephone: (305) 860-9033 Facsimile: (305) 860-8933

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CREATIVE OPTICS, INC
(Name of corporation)

DOCUMENT NUMBER: F 97000002315

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JO ABRAMS
(Name of person)

MARCOLIN USA, INC
(Name of firm/company)

7543 E. TIERRA BUENA LN.
(Address)

SCOTTSDALE AZ 85260
(City/state and zip code)

For further information concerning this matter, please call:

JO ABRAMS at (480) 951-7174 EXT 5113
(Name of person) (Area code & daytime telephone number)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 11, 2002

JOSEPHINE T. ABRAMS
MARCOLINS USA, INC.
7543 E. TIERRA BUENA LANE
SCOTTSDALE, AZ 85260

SUBJECT: CREATIVE OPTICS, INC
Ref. Number: F97000002315

We have received your document for CREATIVE OPTICS, 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):

Since, CREATIVE OPTICS, INC. was merged into another foreign corporation, you must file a withdrawal in order to withdraw this corporation from the State of Florida. The surviving foreign corporation may file an application by foreign corporation for authorization to transact business in Florida, if they wish to transact business in Florida. The fee for each document is \$35.00. We are enclosing the proper forms 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) 245-6906.

Darlene Connell
Corporate Specialist

Letter Number: 202A00021479

RECEIVED
02 JUN - 6 AM 9:17
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

CREATIVE OPTICS, INC

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUN - 6 PM 2:18

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

C/O MARCOLIN USA 7543 E. TIERRA BUENA
LANE
(Mailing Address)

SCOTTSDALE AZ 85260
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

SO Cleary VP & Controller
Signature of the chairman or vice chairman of the board, president, or any officer. Title

SO ABRAMS 5/23/02
Typed or printed name Date