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September 20, 2002

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*****78.75 *****78.75

Jay Kassees, Director
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: IMAGING SENSOR AND SYSTEMS, INC.

Dear Jay:

Enclosed please find the original and one (1) copy of the Articles of Incorporation in regard to the above-captioned corporation, together with an original and one (1) copy of the Designation of Registered Agent and my check No. 12375 in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy	<u>8.75</u>
	\$78.75

I have also enclosed a Cancellation of Fictitious Name for Imaging Sensor and Systems, Inc., which was registered on April 15, 1997 and assigned Number G97106900002, along with my check No. 12376 in the amount of \$50.00 to cover the filing fee.

Once the Articles are filed, Please be kind enough to have a copy faxed to me at 407-841-0883. Also, please return a Certified Copy of the Articles and the acknowledgement of Cancellation of Fictitious Name to me.

Very truly yours,

William E. Kreuter

WILLIAM E. KREUTER
WEK:cl
Enclosures

FILED
02 SEP 26 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bm 10/01

ARTICLES OF INCORPORATION
OF
IMAGING SENSOR AND SYSTEMS, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida General Corporations Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION:

The name of this Corporation shall be:

IMAGING SENSOR AND SYSTEMS, INC.

PRINCIPAL OFFICE:

The principal place of business and mailing address of this corporation shall be:

**925 So. Semoran Boulevard
Suite 114
Winter Park, Florida 32792**

ARTICLE III

GENERAL NATURE OF BUSINESS:

The general purposes for which the Corporation is organized are to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

SHARES:

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: 100 shares of common stock, having no par value.

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TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agent is:

**Archie Treadwell
459 Beloit Avenue
Winter Park, Florida 32789**

ARTICLE VI

INCORPORATOR:

The name and address of the Incorporator to these Articles of Incorporation are:

**Archie Treadwell
459 Beloit Avenue
Winter Park, Florida 32789**

The undersigned incorporator has executed these Articles of Incorporation this 20th day of September, 2002.

Archie Treadwell

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

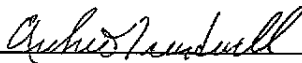
1. The name of the corporation is:

IMAGING SENSOR AND SYSTEMS, INC.

2. The name and address of the registered agent and office is:

NAME: Archie Treadwell
ADDRESS: 459 Beloit Avenue
CITY/STATE/ZIP: Winter Park, Florida 32789

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Registered Agent

DATE: September 20, 2002

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TALLAHASSEE, FLORIDA