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KENNEDY & CRILLINGWORTH, P.A.

ATTORNEYS AT LAW

SUITE 800

2090 PALM BEACH LAKES BLVD.

WEST PALM BEACH, FLORIDA 33409-6523

WALLACE W. KENNEDY

CHARLES C. CRILLINGWORTH

TELEPHONE (407) 640-6000

TELEFAX (407) 640-9422

October 6, 1994

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

500001297485  
-10/10/94--01109--019  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation  
Applied Research Technologies, Inc.

W94-22150

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$122.50 as follows:

Filing Fee	\$ 35.00
Certified Copy of Charter	52.50
Resident Agent Certificate	<u>35.00</u>
Total	\$122.50

Please send us a certified copy of the Articles when filed. Thank you for your cooperation and assistance.

Sincerely,



Helen K. Fekete  
Legal Assistant

JB 11/11/95

Enclosure

FILED  
1995 JAN -9 PM 2:00  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 12, 1994

KENNEDY & CHILLINGWORTH, P.A.  
2090 PALM BEACH LAKES BLVD.  
SUITE 800  
WEST PALM BEACH, FL 33409-6523

SUBJECT: APPLIED RESEARCH TECHNOLOGIES, INC.  
Ref. Number: W94000022150

We have received your document for APPLIED RESEARCH TECHNOLOGIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6928.

Agnes Bundick  
Corporate Specialist

Letter Number: 894A00045245

WALLACE W. KENNEDY, P.A.  
ATTORNEY AT LAW  
SUITE 800  
2090 Palm Beach Lakes Blvd.  
WEST PALM BEACH, FLORIDA 33409-6523

TELEPHONE (407) 640-6000  
TELEFAX (407) 640-9422

December 21, 1994

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301

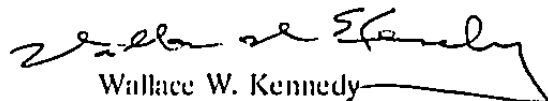
Re: Articles of Incorporation  
Applied Technical Research, Inc.

Gentlemen:

I enclose an original and one copy of Articles of Incorporation for the above corporation. I originally attempted to form this corporation under the name **Applied Research Technologies, Inc.**, which name turned out not to be available. I also enclose a copy of your Letter Number: 89JA00045245 relating to that matter.

Please file the enclosed Articles of Incorporation of Applied Technical Research, Inc. and return to me a certified copy of the filed Articles. Thank you for your cooperation and assistance.

Sincerely,

  
Wallace W. Kennedy

Enclosures

Articles Of Incorporation  
OF  
Applied Technical Research, Inc.

FILED  
1995 JAN -9 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation, for the purpose of organizing a business corporation.

**Article I - Name**

The name of this corporation is Applied Technical Research, Inc.

**Article II - Effective Date and Duration**

This corporation shall begin existence as of the date of filing with the Secretary of State and shall continue perpetually unless dissolved.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any and lawful business.

**Article IV - Common Stock**

This corporation is authorized to issue ten million (10,000,000) shares of common stock with a par value of \$0.001.

**Article V - Authority**

This corporation has the authority to conduct any and all lawful business which can be legally conducted by any corporation

**Article VI - Dividends**

This corporation shall pay dividends upon the terms and conditions specified by the Board of Directors from time to time.

#### **Article VII - Incorporator**

The name of and address of the incorporator of this corporation is as follows:

Wallace W. Kennedy  
Wallace W. Kennedy, Esquire  
9104 Glenmoor Drive  
West Palm Beach, FL 33409

#### **Article VIII - Directors**

The initial Board of Directors shall consist of two (2) members, but may be increased or decreased as provided in the By-Laws of the corporation. The names and addresses of the persons who will serve as the initial Board of Directors are as follows:

Harvey Katz  
1701 NW Madrid Way  
Boca Raton, FL 33432-1732

John Roberts  
1701 NW Madrid Way  
Boca Raton, FL 33432-1732

Claudia Iovino  
1701 NW Madrid Way  
Boca Raton, FL 33432-1732

Wallace W. Kennedy  
9104 Glenmoor Drive  
West Palm Beach, FL 33409

#### **Article IX - Powers of Directors**

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make and alter the By-Laws of this corporation, to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon real and personal property belonging to this corporation. The Board of Directors shall also have the authority to hire and fire all employees of the corporation and to fix their compensation, unless these responsibilities are delegated to an officer.

#### **Article X - Principal Place of Business**

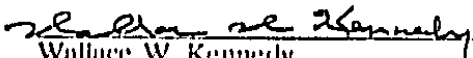
The principal place of business of this corporation shall be 1701 NW Madrid Way, Boca Raton, FL 33432-1732. The Board of Directors may from time to time move the place of business of this corporation.

#### **Article XI - Registered Agent**

The Registered Agent for service of process of this corporation, who shall serve until removed by the Board of Directors, is Wallace W. Kennedy, Esq., 9104 Glenmoor Drive, West Palm Beach, FL 33409.

Acceptance

I, Wallace W. Kennedy, whose address is 9104 Glenmoor Drive, West Palm Beach, FL 33409, do hereby accept the appointment of Registered Agent for Applied Technical Research, Inc.

  
Wallace W. Kennedy  
Registered Agent

FILED  
1995 JAN -9 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Article XII - Private Property of Shareholders

The private property of the shareholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

## Article XIII - Excess Salary

In the event that the Internal Revenue Service determines that a portion of the salary paid by this corporation to any of its employees, including its officers and directors, is excessive under the law as it exists at that time, and will not allow the corporation to deduct said portion of salary from its earnings as an operating expense, said portion of salary deemed to be excessive shall be automatically repaid to the corporation.

## Article XIV - Excess Business Expense

In the event that the Internal Revenue Service determines that any business expense of the corporation is invalid or excessive under the law as it exists at that time, and will not allow the corporation to deduct a portion of said business expense, said portion of the business expense deemed to be excessive shall be automatically repaid to the corporation.

## Article XV - Amendments

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of ~~December~~, ~~1994~~  
January 1995

Wallace W. Kennedy  
Wallace W. Kennedy

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this date by Wallace W. Kennedy, who is personally known to me, and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 6<sup>th</sup> day of ~~December~~, ~~1994~~  
January 1995

Jeanne O. Conway  
Notary Public  
Commission Seal

