# P95000006072

Department of State Division of Corporations P.O. Box 6327 Tallahassoe, FL 32314

SUDJECT:	(Proposed corporate name)
Enclosed is an only	jinal and one (1) copy of the articles of incorporation and a check fo 
FROM:	Gary Onik Namo (palntod or typod)
	8129 Sandpointe Blvd.
	Orlando, FL 32819 City, State, & Zip
<u></u>	(407) 248-8337. Telephone Number

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Note: Please provide the original and one copy of the articles.

#### ARTICLES OF INCORPORATION

OF

#### NEUR OPTIKS, INC.

We, the undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, do hereby associate ourselves together for the purpose of forming a corporation under Florida Statutes, Chapter 607, and other laws of the state of Florida, and to that end do hereby certify to the facts herein set forth as required by law.

# ARTICLE I

The name of this corporation is NEUR OPTIKS, INC.

# ARTICLE II PURPOSE

This corporation may engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

#### ARTICLE III CAPITAL STOCK

The maximum shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares at \$1 per share.

#### ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$100.

#### ARTICLE V ADDRESS

The Board of Directors may from time to time change the principal place or address thereof to any other place or address in the State of Florida. The initial address of the principal place of business of the corporation shall be:

c/o Gary Onik 8129 Sandpointe Blvd. Orlando, FL 32819

> ARTICLE VI TERM

This corporation shall have perpetual existence.

# ARTICLE VII

The corporation shall have one director. The number of directors may be altered from time to time by the by-laws, but there shall never be less than one such director.

#### ARTICLE VIII OFFICERS

The officers of this corporation shall be President, a Vice-President, a Secretary, a Treasurer, and such other officers and agents as may be provided for in the by-laws. All officers, agents and directors shall be chosen in such manner and hold their offices for such terms and shall have such powers and duties, and may be removed as may be provided, in the by-laws. Any person may hold two or more offices.

# ARTICLE IX INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions herein contained and the by-laws of the association, shall hold office until the first meeting of the association or as soon thereafter as successors are elected and have qualified, are the following:

D.		8129	Sandpointe Sandpointe	Blvd.	Orlando, Orlando,	
	Rubinsky		Sandpointe		Orlando,	_

#### ARTICLE X SUBSCRIBERS

The names and post office addresses of the subscribers hereof, the number of shares of stock each agrees to take, and the value of the consideration thereof, are:

	NAME ADDRESS			ADDRESS SHAR		SHARES	S YALUE	
G. On D. Be B. Ru	naron 812	9 Sandpointe 9 Sandpointe 9 Sandpointe	Blvd.,	Orlando,	FL	33	\$34 33 33	

# ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the association members, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all directors and all association members sign a written statement of their intention that the amendment be made.

#### ARTICLE XII

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of the duty of care or any other duty as a director, except as required under the Florida Business Corporation Act (the "Act"). If at any time the Act shall have been amended to authorize the further elimination or limitation of the liability of a director, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended, without further action by the shareholders, unless the provisions of the Act, as amended, require further action by the shareholders.

Any repeal or modification of the foregoing provisions of this Article XII shall not adversely affect the elimination or limitation of liability or alleged liability pursuant hereto of any director of the Corporation for or with respect to any alleged act or omission of the director occurring prior to such a repeal or modification.

# ARTICLE XIII REGISTERED OFFICE AND REGISTERED AGENT

- G. Onik of 8129 Sandpointe Blvd., Orlando, FL 32819 is designated as the agent to accept service of process within the State of Florida for the corporation.
- I, G. Onik, of 8129 Sandpointe Blvd., Orlando, FL 32819 am familiar with and accept the duties and responsibilities as registered agent for Neur Optiks, Inc. as required by Section 607.0501(3)F.S. and Section 607.0505.

SIGNATURE

SIGNATURE

G. Dnik
Registered Agent

January 17th 1995

I, the undersigned, being the original subscriber of the capital stock herein named, hereunto set our hands at

CITY OF ORLANDO STATE OF FLORIDA COUNTY OF ORANGE

This <u>Seventeenth</u> day of <u>January</u>, 1995,

Signature G. On'ik

# 750000000072

GARY ONIK, M.D. 8129 Sandpointe Boulevard Orlando, FL 32819 (407) 248-8337 or (407) 248-1151 Fax

North Complete Com Neces Control INC 700001621817 -10/27/95--01001--013 +++++96.25 To or popular, The

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October 27, 1995

Gary Onik, M.D. 8129 Sandpointe Blvd. Orlando, FL 32819

SUBJECT: NEUR OPTIKS, INC. Ref. Number: P9500/006072

We have received your document for NEUR OPTIKS, INC. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6908.

Steven Harris Corporate Specialist

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Letter Number: 595A00048412

#### AKITCLES OF AMENDMENT

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### ARTICLES OF INCORPORATION

OF

<del></del>	Neur	Optiks,	Inc.	
	(pro	sent name)		

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

The shareholders and directors, at a meeting duly called, unanimously changed the name of the company to:

Cryoptiks, Inc.

55 101 -6 FH 2:55

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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171	IRD:	The date of each amendment's adoption: Octo	ber	18,	199	)5
FO	URTH:	Adoption of Amendment(s) (check one)				-
$\Box$	The ar	mendment(*) was/were approved by the shareholders. The the amendment(*) was/were sufficient for approval.	ռսու	er of	vote	:3
		nendment(s) was/were approved by the shareholders throug	h vot	ing gr	oup	s.
		The following statement must be separately provided for eac voting group entitled to vote separately on the amendment(s	_ t.		•	
		"The number of votes east for the amendment(s) was/wer approval by	o suff	icient	for	
		(voting group)				
	The am shareho	nendment(s) was/were adopted by the board of directors wi older action and shareholder action was not required.	thou	1		
	The amaction a	nendment(s) was/were adopted by the incorporators withou and shareholder action was not required.	t sha:	rchol	der	
	Signo	ed this 22nddayof (x/ther ,19)	(5)	<b></b> •		
		Signature  (By the Chairman or Vice Chairman of the Board of Director President or other officer if adopted by the shareholders)				
		OR				
		(By a director if adopted by the directors) OR				
		(By an incorporator if adopted by the incorporator	s)			
		Gary M. Onik, MD				
		Typed or printed name	_			
		President				
		<u>Director</u>	_		20	4.5
	•	PRESIDENT			51/07 - 6	
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