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FLORIDA DIVISION OF CORPORATIONS  
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DEPARTMENT OF STATE

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STATE OF FLORIDA

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: UNIVERSAL DISPLAY COMPANY

FAX AUDIT NUMBER: H95000001758

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12/12/95

**ARTICLES OF INCORPORATION  
OF  
UNIVERSAL DISPLAY COMPANY**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**I.  
Name**

The name of the Corporation is **UNIVERSAL DISPLAY COMPANY.**

**II.  
Term of Existence**

The date when corporate existence will commence is February 13, 1995 in accordance with the provisions of Section 607.0203(1) of the Act. The Corporation will have perpetual existence thereafter.

**III.  
Principal Office**

The principal office and mailing address of the Corporation is 5830 Memorial Highway, #116, Tampa, Florida 33615.

**IV.  
Capital Stock**

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which will be designated Common Stock.

**V.  
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is David A. Beyer.

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**VI.**  
**Directors**

The Corporation will have 3 directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until their successors are duly elected and qualified, are:

NAME	ADDRESS
Simon D. Reynolds	5830 Memorial Highway, #116 Tampa, Florida 33615
Peter J. Campbell	5830 Memorial Highway, #116 Tampa, Florida 33615
Christopher Camps	5830 Memorial Highway, #116 Tampa, Florida 33615

**VII.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

NAME	ADDRESS
David A. Beyer	101 East Kennedy Boulevard Suite 2000 Tampa, Florida 33602

**VIII.**  
**Affiliated Transactions**

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

**IX.**  
**Control Share Acquisitions**

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section

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607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

**X.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

**XI.**  
**Indemnification**

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

**XII.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on February 13, 1995.

  
David A. Beyer, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: February 13, 1995.

  
David A. Beyer

THE UNIVERSAL DISPLAY CO.

4427 W. Kennedy Blvd. #350

Tampa, Florida 33609

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Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

This is to inform you of a change of address for The Universal Display Co. The previous address was as follows:

5830 Memorial Hwy. #116  
Tampa, FL 33615

The new address is:

4427 W. Kennedy Blvd. #350  
Tampa, FL 33609

Sincerely,



Chris Camps  
President

MRL  
3-28-95

CC/jc