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May 8, 1995

VIA FEDERAL EXPRESS

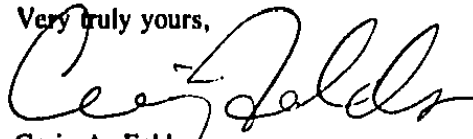
Secretary of State of Florida
Corporations Division
409 Gaines Street
Tallahassee, Florida 32314

Dear Sir or Madam:

Please find enclosed for filing the Articles of Incorporation for Ultra-Acoustics, Inc. I have enclosed a check in the amount of \$70.00, representing \$35.00 as the filing fee for the Articles, and \$35.00 for the designation of registered agent.

Please call me if you have any questions.

Very truly yours,



Craig A. Folds

CAF/ms
Enclosures

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-05/17/95--01071--010
*****70.00 *****70.00

FILED
MAY 10 PM 12:06
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ULTRA-ACOUSTICS, INC.**

FILED
25 MAY 10 PM 12:06
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation is: Ultra-Acoustics, Inc. (hereafter referred to as the "Corporation").

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 4427 Fletcher Street, Panama City, Florida 32405.

ARTICLE III: DURATION

The Corporation shall have perpetual existence commencing on the date of filing of these Articles with the Florida Secretary of State.

ARTICLE IV: PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be incorporated under the Florida Business Corporation Act, as presently enacted and as it may be amended from time to time.

ARTICLE V: CAPITAL STOCK

The amount of the total authorized capital stock of the corporation shall be one thousand (1,000) shares of common stock, having a par value of one cent (\$0.01) per share.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the street address of the initial registered office of the Corporation is:

NAME

Donald L. Folds

ADDRESS

4427 Fletcher Street
Panama City, Florida 32405

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time as provided for by the Bylaws.

The name and address of the initial director of the Corporation is:

NAME

ADDRESS

Donald L. Folds

4427 Fletcher Street
Panama City, Florida 32405

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Craig A. Folds

Dow, Lohnes & Albertson
Suite 1600
One Ravinia Drive
Atlanta, Georgia 30346

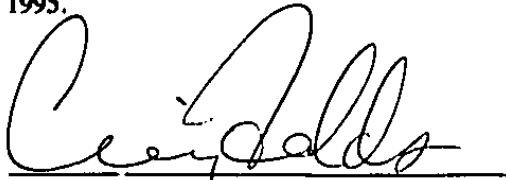
ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify any officer, director or shareholder, or any former officer, director or shareholder to the full extent permitted by law.

ARTICLE X: AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator, has executed these Articles of Incorporation this 9th day of May, 1995.

A handwritten signature in black ink, appearing to read "Craig A. Folds", written over a horizontal line.

CRAIG A. FOLDS, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Donald L. Folds, having been designated to act as the registered agent of the Corporation, hereby agree to act in that capacity, and to fulfill all of the statutory duties of registered agent as set forth in Section 607.0505 of the Florida Business Corporation Act.

Donald L. Folds
Donald L. Folds, Registered Agent

Date: May 8, 1995

FILED
55 MAY 10 PM 12:06
STATE
TALLAHASSEE, FLORIDA