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James F. Adams  
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May 8, 1995

**FEDERAL EXPRESS**

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Corporation  
Statutory Filings Division  
Office of the Secretary of State  
The Capitol  
Tallahassee, Florida 32399-1050

Re: Articles of Incorporation - Crystek Crystals, Inc.

Dear Sir or Madam:

Enclosed for filing are one original and one copy of the Articles of Incorporation for Crystek Crystals, Inc. Also enclosed is a check in the amount of \$122.50 to cover the filing fee.

Please contact the undersigned by telephone if there are any problems with this filing, and upon your filing of the Articles of Incorporation. You may call collect.

Sincerely,

James F. Adams

JFA:bb  
201528/GW05  
Enclosures

67332/1502

FILED  
95 MAY 10 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KJA

**ARTICLES OF INCORPORATION  
OF  
CRYSTEK CRYSTALS CORPORATION**

The undersigned, acting as incorporator of Crystek Crystals Corporation, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

Crystek Crystals Corporation

**ARTICLE II. ADDRESS**

The initial principal office and mailing address of the corporation is:

2351 Crystal Drive  
P. O. Box 06135  
Fort Myers, Florida 33906-6135

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the corporation's initial registered agent is CT Corporation System.

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator are:

Name

James F. Adams

Address

1601 Elm Street, Suite 3000  
Dallas, Texas 75201

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95 MAY 10 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE VIII. DIRECTORS

The number of directors shall be fixed in the manner provided in the Bylaws of the Corporation. The initial Board of Directors will consist of two directors, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
John H. Wilson	1500 Three Lincoln Center 5430 LBJ Freeway Dallas, Texas 75240
E. Forrest Campbell, III	2659 Nova Drive P.O. Box 29709 Dallas, Texas 75229

#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors or the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for purposes of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 5th day of May, 1995.

  
James F. Adams

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

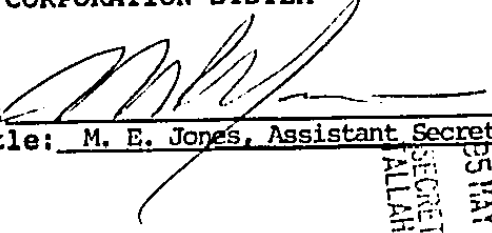
Pursuant to Section 607.0501(3) of the Florida Business Corporation Act and Chapter 48.091, Florida Statutes, the following is submitted:

That Crystek Crystals Corporation, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1200 South Pine Island Road, Plantation, State of Florida, has named CT Corporation System, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligation of that position.

CT CORPORATION SYSTEM

By:   
Title: M. E. Jones, Assistant Secretary

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67332/1502

FILED  
MAY 10 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P95000037585

ARTICLES OF MERGER  
Merger Sheet

.....  
MERGING:

CRYSTEK CRYSTALS CORPORATION, a Florida corporation, P95000037585

INTO

CRYSTEK ACQUISITION CORPORATION, a Florida corporation,  
P96000103620

File date: April 2, 1997

Corporate Specialist: Darlene Conneli