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POST OFFICE BOX 447
JACKSONVILLE, FLORIDA 32201
TELEPHONE (904) 301-0900
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May 2, 1995

SENT VIA FEDERAL EXPRESS

996000041312

Re: GEOS HOLDING COMPANY-
Our Reference No. 12404

5000001475853
-05/04/95--01073--003
***122.50 ***122.50

Dear Sir/Madam:

I have also enclosed for filing two (2) original ARTICLES OF INCORPORATION OF GEOS HOLDING COMPANY. Please file one original of these documents and return a certified original of the Articles receipt stamped to this office in the enclosed self addressed envelope.

We have enclosed our firm check, in the amount \$122.50, representing the filing fees.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Very truly yours,

James Dempsey
Jeane Dempsey
Paralegal

/jd
Enclosures

5/12/95

5/12/95

100-4195



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1995

JEANE DEMPSEY
P.O. BOX 447
JACKSONVILLE, FL 32201

SUBJECT: GEOS HOLDING COMPANY
Ref. Number: W9500009745

We have received your document for GEOS HOLDING COMPANY and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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) 487-6927.

Kanut Khosla
Corporate Specialist

Letter Number: 395A00023160

ARTICLES OF INCORPORATION

OF

GEOS ~~HOLDING COMPANY~~ LABORATORIES, INC.

FILED
SERIAL - 4
FBI - 15

ARTICLE I

NAME

The name of this corporation is Geos ~~Holding Company~~ Laboratories, Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

EFFECTIVE DATE

5/2/95

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 1057 Ellis Road, Suite 17, Jacksonville, Florida 32254-2249. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is William L. Thompson, Jr., Esquire. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Directors initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John E. Scott	1057 Ellis Road, Suite 17 Jacksonville, FL 32254-2249

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME	ADDRESS
William L. Thompson, Jr.	1200 Riverplace Boulevard, Suite 800 Jacksonville, Florida 32207

ARTICLE IX

BYLAWS

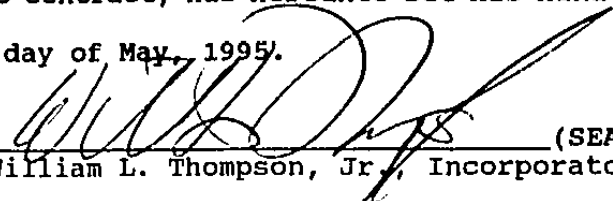
Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 2nd day of May, 1995.



William L. Thompson, Jr., Incorporator (SEAL)

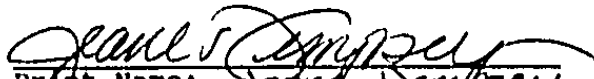
STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 2nd day of May, 1995, by William L. Thompson, Jr., who is personally known to me.



Notary Public, State of Florida
JEANNE DEMPSEY
My Comm. Exp. Mar. 31, 1998
Comm. No. CC 190294


(SEAL)


Print Name: Jeanne Dempsey
Notary Public, State of Florida
My Commission expires: 3-31-96
Commission Number: CC-190294

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
GEOS ~~ROBINS COMPANY~~ LABORATORIES, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the Initial Registered Agent for the service of process within the State of Florida upon Geos Laboratories, Inc. ~~Robins Company~~, a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 2nd day of May, 1995.



William L. Thompson, Jr.
Registered Agent

WLTJXXC790684.1

FILED
95 MAY -4 PM 1:15
TALLAHASSEE, FLORIDA