

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



networks

PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 071000000032

REFERENCE : 643389 11208A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : July 18, 1995

ORDER TIME : 9:53 AM

ORDER NO. : 643389

CUSTOMER NO: 11208A

CUSTOMER: John R. Crawford, Esq
KENT RIDGE & CRAWFORD

Suite 900
225 Water Street
Jacksonville, FL 32202

800001539888
-07/18/95--01054--027
***122.50 ***122.50

RUSH WILL WAIT

DOMESTIC FILING

RUSH WILL WAIT

NAME: INFORMATION & IMAGE TECHNOLOGY
OF AMERICA, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

FILED
95 JUL 18 95 JUL 18 AM 11:46
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

T. BROWN JUL 18 1995

APPROVAL AUTHORIZATION

STATE OF FLORIDA
COUNTY OF DUVAL

The undersigned, Bobby R. Stevens, states as follows:

1. He is President and Registered Agent of Information & Image Technology, Inc., a Florida corporation.

2. On behalf of said corporation, he hereby authorizes U.S. Flange & Pipefitting Corp., or its attorney, John R. Crawford, of the firm of Kent, Ridge & Crawford, to utilize the corporate name Information & Image Technology of America, Inc.


Bobby R. Stevens

Sworn to and subscribed before me
this 3rd day of July, 1995.


Notary Public, State and County aforesaid

Amanda Jo Baker
Printed Name of Notary Public

My commission expires: 9-29-97

Affiant personally known to me: —

Affiant produced identification: FLA. DRIVERS LICENSE

Type of identification, if any: ✓



AMANDA JO BAKER
MY COMMISSION # CC446000 EXPIRES
September 29, 1997
BONDED TROY TROY FAIR INSURANCE, INC.

**ARTICLES OF INCORPORATION
OF
INFORMATION & IMAGE TECHNOLOGY OF AMERICA, INC.**

FILED
95 JUL 18 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida under and pursuant to the following Articles of Incorporation:

ARTICLE I.

The name of the corporation shall be Information & Image Technology of America, Inc., and its mailing address is 7833 Bayberry Road, Jacksonville, Florida 32216.

ARTICLE II.

The general nature of the businesses to be transacted by the corporation shall be as follows:

- (a) To engage in the business of records imaging and storage and related businesses and, in connection therewith;
- (b) To buy, sell and otherwise dispose of, hold, own, improve, lease, mortgage and otherwise encumber, and to trade and deal in all kinds of real estate and any interests therein;
- (c) To buy, sell and otherwise dispose of, hold, own, manufacture, produce, export, import, mortgage, pledge, hypothecate and otherwise encumber, and to trade and deal in all kinds of personal property, either as principal or agent, upon commission or otherwise;
- (d) To acquire by subscription, purchase or otherwise, to hold for investment

or resale, to mortgage, pledge, hypothecate and to sell or otherwise dispose of, and in all ways to trade and deal in and with, as principal or agent, and upon commission or otherwise, stocks, bonds, notes, debentures, mortgages, certificates of indebtedness, and other obligations and securities of individuals and of corporations, private or public, domestic or foreign, and of municipal and governmental subdivisions, agencies and authorities, and investment securities and choses in action generally; with power to issue its own securities in exchange therefor to the extent permitted by the corporation laws of the State of Florida; to collect the interest and dividends on its holdings as well as the principal thereof; to make advances upon or for the benefit of, and to do all things suitable and proper for the protection, conservation or enhancement in value of any securities, choses in action, properties or investments held by it; and to possess and exercise, with respect thereto, all of the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting power thereon;

(e) Without limit as to amount, to borrow money for the purposes of the corporation, to draw, make, accept, endorse, discount, execute, issue and transfer promissory notes, debentures, bills of exchange, bonds, warrants and other negotiable or transferable instruments, and to issue, sell and dispose of bonds, notes, debentures or other obligations of the corporation from time to time for any of its objects and purposes, with or without security, and, if so determined, to secure the same by mortgage, pledge, deed of trust or otherwise;

(f) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities, of any person, firm, association or corporation; to pay therefor in cash, the stock, bonds, notes, debentures or other obligations of the corporation, or otherwise, or by undertaking the whole or

any part of the liabilities of the transferror; to hold or in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business;

(g) To employ its surplus earnings or accumulated profits from time to time as its Directors may determine, to purchase or otherwise acquire, to hold or otherwise utilize, and to reissue, sell, or otherwise dispose of or turn to account, as its Directors may from time to time determine, the stocks, bonds, debentures or other securities of the corporation, to the extent permitted by law;

(h) To enter into, make, perform and carry out, without limit as to amount, contracts and arrangements pertaining to the business of the corporation, including but not limited to arrangements for the sharing of profits, union of interests, joint ventures, franchising, reciprocal concessions or cooperation, with any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, and to obtain from any such governmental, municipal or public authority any rights, privileges or concessions which the corporation may think desirable to obtain, and to carry out, exercise and comply with any such rights, privileges and concessions;

(i) To have one or more offices, and to carry on its operations and to transact its business and promote its objects and purposes in any part of the world, either alone or with other individuals, firms, syndicates, partnerships, associations, corporations, authorities or other entities, without restriction as to place or amount, and to do all lawful acts and things necessary,

suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth.

IN GENERAL, and in connection with the foregoing, the corporation shall have and may use, exercise and enjoy all the powers of like corporations conferred by the corporation laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers or purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers and purposes of the corporation, and that the objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE III.

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be ten thousand (10,000) shares having a par value of one Dollar \$1.00 per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and nonassessable. The stockholders shall have no preemptive rights with respect to the capital stock or securities of the corporation, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether now or hereafter authorized) to the stockholders then holding shares of its capital stock.

ARTICLE IV.

The corporation shall have perpetual existence.

ARTICLE V.

The street address of the initial registered office of this corporation in Florida shall be 225 Water Street, Suite 900, Jacksonville, Florida 32202, and its initial registered agent at that address shall be John R. Crawford. The Board of Directors may, from time to time, change the registered office and registered agent of the corporation upon notification to the proper authorities.

ARTICLE VI.

The number of the directors of this corporation shall be as fixed from time to time by the provisions of the By-Laws, and shall be not more than ten (10) nor less than one (1).

ARTICLE VII.

The names and street addresses of the members of the first Board of Directors who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Street Address</u>
Donald M. Wolfson	7833 Bayberry Road Jacksonville, FL 32216
Richard J. Wolfson	7833 Bayberry Road Jacksonville, FL 32216
Saul Wolfson	7833 Bayberry Road Jacksonville, FL 32216
Eugene Wolchok	3636 S. University Blvd. Jacksonville, FL 32216
Bobby R. Stevens, Sr.	4909 Victor Street Jacksonville, FL 32207

ARTICLE VIII.

The names and street addresses of the subscribers of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Street Address</u>
John R. Crawford	225 Water Street, Suite 900 JacksonvilleFlorida 32202
Pamela J. Ricchmann	225 Water Street, Suite 900 Jacksonville, Florida 32202

ARTICLE IX.

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved by the stockholders.

(2) Subject always to such By-Laws as may be adopted from time to time by the stockholders, the Board of Directors is expressly authorized to adopt, alter and amend the By-Laws of the corporation, but any By-Law adopted, altered or amended by the Directors may be altered, amended or repealed by the stockholders.

(3) The corporation shall have such officers as from time to time may be provided in the By-Laws and such officers shall be designated in such manner and shall hold their

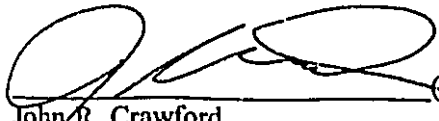
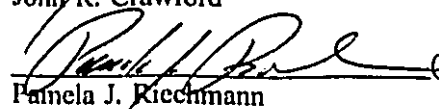
offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

(4) No Director or officer of this corporation shall, in the absence of fraud, be disqualified by his or her office from dealing or contracting with this corporation either as vendor, purchaser or otherwise, nor, in the absence of fraud, shall any contract, transaction or act of this corporation be void or voidable or affected by reason of the fact that any such director or officer, or any firm of which any such director or officer is a member or any employee, or any corporation of which any such director or officer is an officer, director, stockholder or employee, has any interest in such contract, transaction or act, whether or not adverse to the interest of this corporation, even though the vote of the director or directors or officer or officers having such interest shall have been necessary to obligate this corporation upon such contract, transaction or act; and no director or directors or officer or officers having such interest shall be liable to this corporation or to any stockholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract, transaction or act; nor shall any such director or directors or officer or officers be accountable for any gains or profits realized thereon.

ARTICLE X.

This corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals for the purpose of forming this corporation under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true, all on this 17 day of July, 1995.

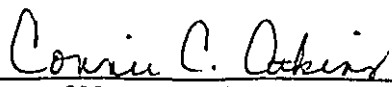
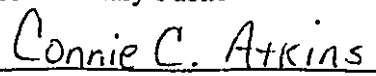
 (SEAL)
John R. Crawford
 (SEAL)
Pamela J. Ricchmann

STATE OF FLORIDA

COUNTY OF DUVAL

Before me personally appeared this day John R. Crawford and Pamela J. Ricchmann, the parties to the foregoing Articles of Incorporation, to me well known and to me known to be the individuals described in and who executed the foregoing Articles of Incorporation and who are all personally known to me, and who acknowledged before me that they each made, subscribed and acknowledged the foregoing Articles of Incorporation as their voluntary act and deed and that the facts set forth therein are true and correct.

WITNESS my hand and official seal on this 17th day of July, 1995.

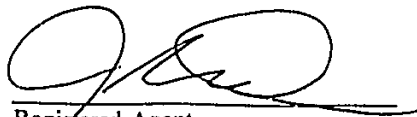

Signature of Notary Public

Printed Name of Notary Public
Notary Public, State and County
aforesaid
My commission expires: 4/4/99
(Notarial Seal)



CONNIE C. ATKINS
MY COMMISSION # CC450741 EXPIRES
April 4, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Information & Image Technology of America, Inc., a Florida corporation, at the place designated in the Articles of Incorporation of said corporation, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open. I further acknowledge acceptance of the obligations imposed upon registered agents by section 607.0505, Florida Statutes.


Registered Agent

FILED
95 JUL 18 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number Only

P95000055357

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002071569--5

-01/28/97--01187--008

****105.00 ****105.00

800002000108--0

-01/23/97--01043--023

****43.75 ****43.75

2-cc cert. 105.00

Information: Image Technology of America, Inc.

changing name to

Lascon Systems, Inc., Jacksonville

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☒ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other ucc Filing

☐ Change of R.A.

☐ Fic. Name

2X Certified Copy

☐ Photo Copies

☒ UCC

Credit Report w/ New Name

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ After 4:30

☒ Pick Up

Name

Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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1-23-97

Name Change

1/23/97

**CERTIFICATE AS TO AMENDMENT OF
ARTICLES OF INCORPORATION OF
INFORMATION & IMAGE TECHNOLOGY OF AMERICA, INC.**

We, Gary L. Monroe and William J. Rauwerdink, hereby certify that we are Chairman of the Board and Secretary, respectively, of Information & Image Technology of America, Inc., a Florida corporation. We further certify that the following resolution relating to the amendment of the Articles of Incorporation of said corporation was unanimously approved and adopted by the shareholders and directors of said corporation by a consent special joint meeting of the directors and shareholders duly effective on September 26, 1996:

BE IT RESOLVED, that effective immediately, the Articles of Incorporation of this corporation are hereby amended to change the name of the corporation to: LASON SYSTEMS, INC., SOUTHEAST.

Completed this 22nd day of January, 1997.

FILED
97 JAN 23 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gary L. Monroe
Gary L. Monroe, as
Chairman of the Board of Information
& Image Technology of America, Inc.

William J. Rauwerdink
William J. Rauwerdink, as
Secretary of Information & Image
Technology of America, Inc.

STATE OF MICHIGAN)
) SS
COUNTY OF OAKLAND)

The foregoing instrument was acknowledged before me this 22nd day of January, 1997, by Gary L. Monroe and William J. Rauwerdink, as Chairman of the Board and Secretary of Information & Image Technology of America, Inc., a Florida corporation, respectively, on behalf of said corporation, and who are personally known to me.

Peggy A. Ronan 1-22-97
Signature of Notary Public
PEGGY A. RONAN
NOTARY PUBLIC - OAKLAND COUNTY, MICH.
MY COMMISSION EXPIRES 7-16-00
Printed Name of Notary Public
Notary Public, State and County
aforesaid
My commission expires: 7-16-00

(Notarial Seal)

P95000055357

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

900002088229--7
-02/14/97--01059--021
*****122.50 *****122.50

900002088229--7
-02/14/97--01059--022
*****35.00 *****35.00

Lason Systems, Inc. Southeast

☐ Profit
☐ NonProfit
☐ Limited Liability Co.

☐ Amendment

☒ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☒ Certified Copy

☐ Photo Copies

☐ Fictitious Name Filing

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

2/14 N. HENDRICKS FEB 14 1997

file 1st

CR2E031 (1-89)

ARTICLES OF MERGER
Merger Sheet

MERGING:

ALPHA IMAGING, INC., A FLORIDA CORPORATION , P95000032479.

ALPHA MICRO GRAPHICS SUPPLY, INC., A FLORIDA CORPORATION,
F77010.

INTO

LASON SYSTEMS, INC., SOUTHEAST, a Florida corporation, P95000055357

File date: February 14, 1997

Corporate Specialist: Nancy Hendricks

ARTICLES OF MERGER

For Parent and Subsidiary Profit Corporations

FILED
97 FEB 14 PM 3:47
TALLAHASSEE, FLORIDA

1. The name of each constituent corporation is:

Lason Systems, Inc., Southeast (Parent - hereinafter referred to as "Lason")
Alpha Imaging, Inc. (Wholly Owned Subsidiary - hereinafter referred to as "Imaging")
Alpha Micro Graphics Supply, Inc. (Wholly Owned Subsidiary - hereinafter referred to as "Micro")

2. The name of the surviving corporation is:

LASON SYSTEMS, INC., SOUTHEAST

3. The plan of merger is as follows:

- (a) Lason has authorized capital stock consisting of ten thousand (10,000) shares of Common Stock, of which one thousand (1,000) shares of Common Stock are issued and outstanding and will be issued and outstanding on the effective date of the merger.
- (b) Imaging has authorized capital stock consisting of one thousand (1,000) shares of Common Stock, of which two hundred (200) shares of Common Stock are issued and outstanding in the name of Lason, the sole Shareholder of Imaging.
- (c) Micro has authorized capital stock consisting of one thousand (1,000) shares of Common Stock, of which two hundred (200) shares of Common Stock are issued and outstanding in the name of Lason, the sole Shareholder of Micro.
- (d) On the effective date of the merger, Imaging and Micro shall be merged into Lason. Lason shall be the surviving corporation with its corporate existence unaffected and unimpaired by the merger. The separate existences and corporate organizations of Imaging and Micro shall cease upon the effective date of the merger.
- (e) On the effective date of the merger, each share of the capital stock of Lason issued and outstanding shall continue as an identical share of Lason as the surviving corporation.
- (f) On the effective date of the merger, each share of the capital stock of Imaging issued and outstanding shall be canceled and shall cease to exist without any action on the part of the holder thereof and the holder thereof shall receive One and no/100 (\$1.00) Dollar in full payment of its stock ownership in Imaging.
- (g) On the effective date of the merger, each share of the capital stock of Micro issued and outstanding shall be canceled and shall cease to exist without any action on the

part of the holder thereof and the holder thereof shall receive One and no/100 (\$1.00) Dollar in full payment of its stock ownership in Micro.

- (h) The shareholders of Imaging and Micro who, except for the applicability of section 607.1104(1)(b)4 of the Florida Business Corporation Act, would be entitled to vote and to dissent from the merger pursuant to Section 607.1320 of the Florida Business Corporation Act, may be entitled, if they comply with the provisions of the Florida Business Corporation Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.
 - (i) If at any time each of the constituent corporations shall determine that additional conveyances, documents or other actions are necessary to carry out the provisions of this Plan of Merger, the officers and Directors of each constituent corporation, as of the effective date of this merger, shall execute such conveyances or documents or take such action.
- 4. The effective date of the merger shall be the date on which these Articles of Merger are filed by the Florida Secretary of State, Division of Corporations.
 - 5. The surviving corporation, Lason, owns one hundred (100%) percent of Imaging and Micro. In accordance with the provisions of the Florida Business Corporation Act, the approval of the Shareholders of each of the constituent corporations was not required.
 - 6. The Plan of Merger was adopted by the Board of Directors of each constituent corporation on February 12, 1997.

ALPHA IMAGING, INC.
a Florida corporation

BY: Gary L. Monroe
Gary L. Monroe
Chairman of the Board

ALPHA MICRO GRAPHICS SUPPLY, INC.
a Florida corporation

BY: Gary L. Monroe
Gary L. Monroe
Chairman of the Board

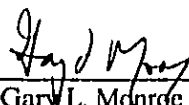
LASON SYSTEMS, INC., SOUTHEAST
a Florida corporation

BY: Gary L. Monroe
Gary L. Monroe
Chairman of the Board

WAIVER OF MAILING

The undersigned, Lason Systems, Inc., Southeast, a Florida corporation ("Lason"), being the sole Shareholder of Alpha Imaging, Inc., a Florida corporation ("Imaging"), and Alpha Micro Graphics Supply, Inc., a Florida corporation ("Micro"), hereby acknowledges receipt of a copy of the Plan of Merger wherein Imaging and Micro are merged into Lason and hereby waives the requirement that the Plan of Merger be mailed to each Shareholder of the subsidiary under the Florida Business Corporation Act.

LASON SYSTEMS, INC., SOUTHEAST
a Florida corporation

BY: 
Gary L. Monroe
Chairman of the Board

Dated: February 12, 1997

Document Number Only

P95000055357

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

000002232950--2

-07/09/97-01066--010

*****70.00 *****70.00

Merger
Amicus Micro-Image, Inc
into
Carson Systems, Inc., Southeast

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input checked="" type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | |
| <input type="checkbox"/> Limited Liability Partnership | | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name	7/8/97
Availability	
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W.P. Verifier	<i>[Signature]</i>

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

Thanks,
Melanie

P95000055357

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

AMERICAN MICRO-IMAGE, INC., a Florida corporaiton M03463

INTO

LASON SYSTEMS, INC., SOUTHEAST, a Florida corporation, P95000055357.

File date: July 8, 1997

Corporate Specialist: Annette Hogan

ARTICLES OF MERGER

OF

AMERICAN MICRO-IMAGE, INC.,
a Florida corporation

INTO

LASON SYSTEMS, INC., SOUTHEAST,
a Florida corporation

FILED
97 JUL -8 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For Parent and Subsidiary Profit Corporations

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following articles of merger:

1. The name of each constituent corporation is:

Lason Systems, Inc., Southeast (Parent - hereinafter referred to as "Lason")
American Micro-Image, Inc. (Wholly Owned Subsidiary - hereinafter referred to as "AMII")

2. The name of the surviving corporation is:

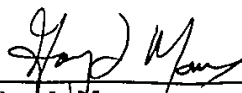
LASON SYSTEMS, INC., SOUTHEAST

3. The plan of merger is as follows:

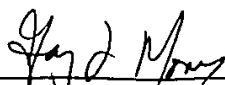
- (a) Lason has authorized capital stock consisting of ten thousand (10,000) shares of Common Stock, of which one thousand (1,000) shares of Common Stock are issued and outstanding and will be issued and outstanding on the effective date of the merger.
- (b) AMII has authorized capital stock consisting of seven thousand five hundred (7,500) shares of Common Stock, of which two hundred (200) shares of Common Stock are issued and outstanding in the name of Lason, the sole Shareholder of AMII.
- (c) On the effective date of the merger, AMII shall be merged into Lason. Lason shall be the surviving corporation with its corporate existence unaffected and unimpaired by the merger. The separate existence and corporate organization of AMII shall cease upon the effective date of the merger.
- (d) On the effective date of the merger, each share of the capital stock of Lason issued and outstanding shall continue as an identical share of Lason as the surviving corporation.

- (e) On the effective date of the merger, each share of the capital stock of AMII issued and outstanding shall be canceled and shall cease to exist without any action on the part of the holder thereof and the holder thereof shall receive One and no/100 (\$1.00) Dollar in full payment of its stock ownership in AMII.
 - (f) The shareholder of AMII who, except for the applicability of Section 607.1104(1)(b)4 of the Florida Business Corporation Act, would be entitled to vote and to dissent from the merger pursuant to Section 607.1320 of the Florida Business Corporation Act, may be entitled, if they comply with the provisions of the Florida Business Corporation Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.
 - (g) If at any time each of the constituent corporations shall determine that additional conveyances, documents or other actions are necessary to carry out the provisions of this Plan of Merger, the officers and Directors of each constituent corporation, as of the effective date of this merger, shall execute such conveyances or documents or take such action.
- 4. The effective date of the merger shall be upon filing.
 - 5. The surviving corporation, Lason, owns one hundred (100%) percent of AMII. In accordance with the provisions of the Florida Business Corporation Act, the approval of the Shareholder of each of the constituent corporations was not required.
 - 6. The Plan of Merger was adopted by the Board of Directors of each constituent corporation on July 1, 1997.

AMERICAN MICRO-IMAGE, INC.,
a Florida corporation

By: 
Gary L. Monroe
Its: Chairman of the Board

LASON SYSTEMS, INC., SOUTHEAST,
a Florida corporation

By: 
Gary L. Monroe
Its: Chairman of the Board

FILE NOW. FILING FEE AFTER MAY 1 IS \$550.00

PROFIT
CORPORATION
ANNUAL REPORT
1997

FLORIDA DEPARTMENT OF STATE

Division of Corporations

Secretary of State

Division of Corporations

DOCUMENT # **P95000055357 (4)**

1. Corporation Name

-INFORMATION & IMAGE TECHNOLOGY OF AMERICA, INC.

Lasos Systems Inc - Southeast

Principal Place of Business

**7833 BAYBERRY ROAD
JACKSONVILLE FL 32218**

Mailing Address

**7833 BAYBERRY ROAD
JACKSONVILLE FL 32218-0043**

2. Principal Place of Business

Suite, Apt. #, etc.

City & State

Zip

Country

25. Mailing Address

Suite, Apt. #, etc.

City & State

Zip

Country

3. Date Incorporated or Qualified

07/10/1995

3a. Date of Last Report

07/30/1998

4. FEI Number

59-3308492

Applied Fee
Not Applicable

6. Certificate of Status Desired

☐ \$8.75 Additional
Fee Required

5. Section Campaign Financing
Trust Fund Contribution

☐ \$5.00 May Be
Added in Fees

8. This corporation has liability for intangible tax under s. 199.03
Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

**CRAWFORD, JOHN R
225 WATER STREET
SUITE 900
JACKSONVILLE FL 32202**

10. Name and Address of New Registered Agent

81. Name

Wolfson, Donald M.

82. Street Address (P.O. Box Number is Not Acceptable)

7833 Bayberry Road

83. City

Jacksonville

FL

As

Zip Code

32216

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE **Donald M. Wolfson, President**

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when changing)

DATE

12. OFFICERS AND DIRECTORS

TITLE

NAME

STREET ADDRESS

CITY-ST-ZIP

☐ DELETE

**WOLFSON, DONALD M
7833 BAYBERRY ROAD
JACKSONVILLE FL 32218**

TITLE

NAME

STREET ADDRESS

CITY-ST-ZIP

☒ DELETE

**WOLFSON, RICHARD J
7833 BAYBERRY ROAD
JACKSONVILLE FL 32218**

TITLE

NAME

STREET ADDRESS

CITY-ST-ZIP

☒ DELETE

**WOLFSON, SAUL
7833 BAYBERRY ROAD
JACKSONVILLE FL 32218**

TITLE

NAME

STREET ADDRESS

CITY-ST-ZIP

☒ DELETE

**WOLCHOK, EUGENE
3635 S. UNIVERSITY BLVD.
JACKSONVILLE FL 32216**

TITLE

NAME

STREET ADDRESS

CITY-ST-ZIP

☒ DELETE

**STEVENS, BOBBY R SR.
4909 VICTOR STREET
JACKSONVILLE FL 32207**

TITLE

NAME

STREET ADDRESS

CITY-ST-ZIP

☒ DELETE

Chang F E I # 0114

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12:

☐ Change ☒ Add

1.1 TITLE

Chairman - C

1.2 NAME

Gary L. Monroe

1.3 STREET ADDRESS

1305 Stephenson Hwy

1.4 CITY-ST-ZIP

Troy, MI 48063

2.1 TITLE

Director - D

2.2 NAME

William J. Rauweadink

2.3 STREET ADDRESS

1305 Stephenson Hwy

2.4 CITY-ST-ZIP

Troy, MI 48063

3.1 TITLE

☐ Change ☐ Add

3.2 NAME

☐ Change ☐ Add

3.3 STREET ADDRESS

☐ Change ☐ Add

3.4 CITY-ST-ZIP

☐ Change ☐ Add

4.1 TITLE

☐ Change ☐ Add

4.2 NAME

☐ Change ☐ Add

4.3 STREET ADDRESS

☐ Change ☐ Add

4.4 CITY-ST-ZIP

☐ Change ☐ Add

5.1 TITLE

☐ Change ☐ Add

5.2 NAME

☐ Change ☐ Add

5.3 STREET ADDRESS

☐ Change ☐ Add

5.4 CITY-ST-ZIP

☐ Change ☐ Add

6.1 TITLE

☐ Change ☐ Add

6.2 NAME

☐ Change ☐ Add

6.3 STREET ADDRESS

☐ Change ☐ Add

6.4 CITY-ST-ZIP

☐ Change ☐ Add

PA AUG 1 5 1997

SIGNATURE:

SIGNATURE **GARY L. MONROE**

5/1/97

810-547-581