

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-412-9171
904-412-9933 FAX

800-344-0086



7600016126

ACCOUNT NO. : 07E10000003E

REFERENCE : 844166 5017050

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 70.00

ORDER DATE : February 12, 1996

ORDER TIME : 1:55 PM

800001719878

ORDER NO. : 844166

CUSTOMER NO: 5017050

CUSTOMER: Craig Schnee, Esq
BULOVA TECHNOLOGIES, INC.

101 N. Queen Street

Lancaster, PA 17603

RECEIVED
96 FEB 20 PM 3:12
DIVISION OF REVENUE

DOMESTIC FILING

NAME: GMAG INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN FEB 21 1996

FILED
96 FEB 21 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 21, 1996

Please keep date

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

Resubmit

SUBJECT: GMAG INC.
Ref. Number: W96000003906

We have received your document for GMAG INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 596A00007541

RECEIVED
96 FEB 21 PM 12:14
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
GMAG INC.

FILED
96 FEB 21 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GMAG INC.

The address of the principal office of this corporation shall be 504 Walker Road, Safety Harbor, Florida 34695, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common Class A voting stock having no par value per share and 1,000 shares of common Class B non-voting stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2051 Sunnydale Boulevard, Clearwater, Florida 34625, and the name of the initial registered agent of the corporation at that address is Gary M. Miller.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gary M. Miller
Pres./Treas./Sec.

504 Walker Road
Safety Harbor, Florida 34695

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on February 20, 1996.

CORPORATION SERVICE COMPANY

By:

Gail Shelby
Its Agent, Gail Shelby

MAP/JLM

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0801 or 617.0801, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: GMAG Inc.

2. The name and address of the registered agent and office is:

Gary M. Miller
(Name)

2051 Sunnydale Boulevard
(P.O. Box ~~not~~ acceptable)

Clearwater, FL 34625
(City/State/Zip)

FILED
96 FEB 21 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

Gary M. Miller



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

P96000016126

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

SCANDIA TECHNOLOGIES, INC., a Florida corporation, H73739

INTO

GMAG INC. which changed its name to

SCANDIA TECHNOLOGIES, INC., a Florida corporation, P96000016126.

File date: April 9, 1996

Corporate Specialist: Joy Moon-French

Account number: 072100000032

Account charged: 70.00

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0101 FAX

800-342-8086

CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

RECEIVED
5 APR - 11 3 24
DIVISION OF CORPORATION

P96000016126

ACCOUNT NO. : 0721000000032
REFERENCE : 846633 5017858
AUTHORIZATION : Patricia Pyzdek
COST LIMIT : \$ 70.00

ORDER DATE : 04-09-96

ORDER TIME : 1:15 PM

ORDER NO. : 846633

CUSTOMER NO: 5017858

600001774546

CUSTOMER: Craig Schnee, Esq
Bulova Technologies, Inc.
101 N. Queen Street
Lancaster, PA 17603

FOREIGN FILINGS

NAME: SCANDIA TECHNOLOGI, S, ^{INC.} ~~LLC~~

FILED
96 APR - 9 PM 3:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

Merger
~~XXXX WITHDRAWAL/CANCELLATION~~

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CARINA DUNLAP

4/9
gory
merger

**ARTICLES OF MERGER
OF
SCANDIA TECHNOLOGIES, INC.
AND GMAG INC.**

FILED
96 APR -9 PM 3:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

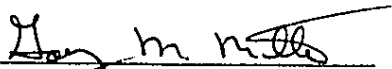
To the Secretary of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic corporations herein named do hereby adopt the following articles of merger.

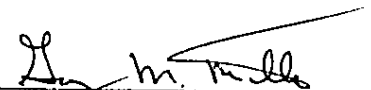
1. Annexed hereto and made a part hereof is the Plan of Merger for merging Scandia Technologies, Inc. with and into GMAG INC. as approved and adopted by written consent of the shareholders of Scandia Technologies, Inc. entitled to vote thereon given on April 1, 1996, in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act, and as approved and adopted by written consent of the shareholders of GMAG INC. entitled to vote thereon given on April 1, 1996 in accordance with the provisions of Section 607.0704 the Florida Business Corporation Act.
2. GMAG INC. will continue its existence as the surviving corporation under the name Scandia Technologies, Inc. pursuant to the provisions of the Florida Business Corporation Act.
3. The effective time and date of the merger herein shall be as soon as possible.

Executed on April 1, 1996.

Scandia Technologies, Inc.

By: 
Gary M. Miller, President

GMAG INC.

By: 
Gary M. Miller, President

PLAN OF MERGER

PLAN OF MERGER adopted for Scandia Technologies, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its Board of Directors on April 1, 1998, and adopted for GMAG INC., a business corporation organized under the laws of the State of Florida, by resolution of its Board of Directors on April 1, 1998. The names of the corporations planning to merge are Scandia Technologies, Inc., a business corporation organized under the laws of the State of Florida, and GMAG INC., a business corporation organized under the laws of the State of Florida. The name of the surviving corporation into which Scandia Technologies, Inc. plans to merge is GMAG INC.

1. Scandia Technologies, Inc. and GMAG INC. shall, pursuant to the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, GMAG INC., which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under the name Scandia Technologies, Inc. pursuant to the provisions of the Florida Business Corporation Act. The separate existence of Scandia Technologies, Inc., which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance with the provisions of the Florida Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation at the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation except that article I thereof, relating to the name of the corporation, is hereby amended and changed so as to read as follows at the effective time and date of the merger:

"The name of the corporation shall be Scandia Technologies, Inc."

and said Articles of Incorporation as herein amended and changed shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Business Corporation Act.

4. The directors and officers in office of the surviving corporation at the effective time and date of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their respective offices until the election and qualification of their successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the non-surviving corporation immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be converted into the right to receive cash in the amount of \$19,997.08 per share. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the non-surviving corporation and to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation and by the shareholders entitled to vote of the surviving corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, the non-surviving corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the non-surviving corporation and the Board of Directors and the proper officers of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.