

P96000046714

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: Noetic Technologies, Inc.

I enclose an original and 1 copy(ies) of the Articles of  
Incorporation for the above corporation and a check in the amount  
of \$ 122.50.

SIGNED: Philip S. Lipofsky

800001841596  
-05/29/96--01001--014  
\*\*\*\*122.50 \*\*\*\*122.50

From: Philip S. Lipofsky  
Name  
4031 Northeast 17th Terrace  
Address  
Pompano Beach, Florida 33064  
City State Zip  
( 954 ) 941-6343  
Telephone Number

FILED  
96 MAY 29 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6-3-96  
JL

FILED  
96 MAY 29 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Noetic Technologies, Inc.

ARTICLE I NAME

The name of the corporation shall be:

Noetic Technologies, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4031 Northeast 17th Terrace

Pompano Beach, Florida 33064

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 200.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

\_\_\_\_\_  
Philip S. Lipofsky  
\_\_\_\_\_  
4031 Northeast 17th Terrace  
\_\_\_\_\_  
Pompano Beach, Florida 33064  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

ARTICLE V INCORPORATOR

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

\_\_\_\_\_  
Philip S. Lipofsky  
\_\_\_\_\_  
4031 Northeast 17th Terrace  
\_\_\_\_\_  
Pompano Beach, Florida 33064  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

The undersigned has executed these Articles of Incorporation  
this Twenty-third day of May 19 96.

Philip S. Lipofsky, Incorporator  
Philip S. Lipofsky

FILED  
96 MAY 29 PM 3:07  
SECRETARY OF  
TALLAHASSEE, FL

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96 MAY 29 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:

Noetic Technologies, Inc.

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

Philip S. Lipofsky

4031 Northeast 17th Terrace

Pompano Beach, Florida 33064

Signature: Philip S. Lipofsky

Title: Incorporator

Date: 5-23-1996

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: Philip S. Lipofsky

Date: 5-23-1996