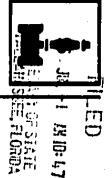
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Department of State Division of Corporations Corporate Records Bureau P.O. Box 6327 Tallahassee, Florida 32301

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SYNERGETICS INCORPORATED

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$127.50 is enclosed which represents the following fees:

> \$35.00 Filing Fee Certified Copy 57.50 Reg. Agent Fee 35.00

Please file the original of the enclosed Articles of Incorporation and return a Certified Copy to the undersigned.

Yours very truly,

Connie L. Embury

Please return to: KEVIN J. FULLER

650 Lake Placid Place

Cocoa, Florida 32926-4670

ARTICIARI CIF INCIDERUMATION SYNGROPHICS INCORPURATED

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporations

ARTICLE ONE: NAME: The name of the corporation shall be SYMBESTICS INCORPORATED.

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

AFFICIAL THERE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. SYMERGETICS INCORPORATED., also may own, buy, and sell parts or all of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, cwn, sell, and lease equipment; and hold patents. SYMENIERICS INCORPORATED., may do writing of all types, including printing, publishing, distributing, buying, and selling; enter into textilus and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

ARTICLE FOR: CAPITAL STOCK! The aggregate number of shares which the corporation has authority to issue is one hundred (100) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 650 Lake Placid Place, Cocca, Florida 32926 and the name of the Registered Agent is KEVIN J. FULLER.

ARTICLE BIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than ONE and no more than EIGHT members.

The names and addresses of the initial Board of Directors are:

KEVIN J. FULLER 650 Lake Placid Place Cocca, Florida 32926

ARTICLE SEMEN: INCOMPORATORS: The incorporators of the emporation and the subscribers to these Articles of Incorporation are:

KEVIN J. FULLER 650 Lake Placid Place Cocca, Florida 32926

ARTICLE RIGHT: BY-LAME AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE TEM: PRINCIPAL PLACE OF BUSINESS: The principal place of 'business for said corporation is: 650 Lake Placid Place, Cocoa, Florida 32926 and the mailing address is: P.O. Box 1098, Sharpes, Florida 32959-1098.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

SYMPHICS INCORPORATED., a Florida corporation, pursuant to Florida Statute 48.091, and its Articles of Incorporation, hereby designate KEVIN J. FULLER, whose address 650 Lake Placid Place, Cocca, Florida 32926 as its Registered Agent and Pegistered Office for the service of process as required by law.

I, KEVIN J. FULLER, of 650 Lake Placid Place, Cocon, Florida 32926 having been named in the foregoing Designation of Registered Agent by MARKETICS INCERPORATED., a Florida corporation and being fully advised and apprised of the duties of a Resident Registered Agent for the pervice of process as prescribed by Florida Statuto 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.

NEVIN J. FULLER (Registered Agent)

DATED this ZG day of June 1996.

IN WITHERS WEEKER, I have subscribed my name this _______ day of _______, 1996.

BEVIN J. PLEASE Incorporator

96 JUL -1 AH 10: 4.