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	REFERENCE : 083342 7115607	73
4	AUTHORIZATION: Patricia Pyj	ich .
	COST LIMIT: \$ 122.50	
ORDER DATE	September 12, 1996	
ORDER TIME	12:05 PM	
ORDER NO.	083342	
CUSTOMER NO	7115607	10000194645
I V	ina Elias, Legal Asst LOYD PEARSON RICHMAN GREER WEIL BRUMBACH & RUSSOMANNO 100 East Tower 177 S. Flagler Drive West Palm Beach, FL 33401	
	DOMESTIC FILING	第 12 第 12 110日
NAME :	ADVATECH HOLDINGS, INC.	#ECHVED  96  SEP 12 PX 4: 21  BIVISION OF CHAFGRATION
	EFFECTIVE DATE:	( ) and a second
	ES OF INCORPORATION ICATE OF LIMITED PARTNERSHIP	
PLEASE RETUR	N THE FOLLOWING AS PROOF OF FILING:	
	TIFIED COPY N STAMPED COPY TIFICATE OF GOOD STANDING	
CONTACT PERS	ON: Michael E. Klunk	0.

EXAMINER'S INITIALS:

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#### ARTICLES OF INCORPORATION

OF

ADVATECH HOLDINGS, INC.

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:

ADVATECH HOLDINGS, INC.

The address of the principal office of this corporation shall be 20147 Northeast 15th Court, North Miami Beach, Florida 33179, 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 stock having \$1.00 par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

George Snyder CEO 20147 Northeast 15th Court North Miami Beach, Florida 33179

Gerald F. Richman Chrmn. of the Brd.

1100 East Tower 777 South Flagler Drive West Palm Beach, Florida 33401

#### ARTICLE VII. 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:

George Snyder Pres. 20147 Northeast 15th Court North Miami Beach, Florida 33179

Gerald F. Richman V.Pres.

1100 East Tower 777 South Flagler Drive West Palm Beach, Florida 33401

Michael Speigel V.Pres.

20147 Northeast 15th Court North Miami Beach, Florida 33179

#### ARTICLE VIII. INCORPORATOR

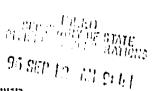
The name and street address of the incorporator to these Articles of Incorporation:

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 September 12, 1996.

CORPORATION SERVICE COMPANY

: Williamah W. Skipper It's Agent, Deborah D. Skipper



## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: <u>Llewar W. Skipul</u> It's Agent, Deborah D. Skipper

GMC/mke

Phillips Point Best Tower 777 South Plagter Drive, Suite 1100 WEST PALM BEACH, FLORIDA 33401-6161

Ograld If, Richmans Alan G. Greer+ Kenneth J. Well John M. Brumbaugh\* Andrew J. Mirabito\* Bruce A. Christensen++ Charles H. Johnson\*\*\* Clary S. Belennky Diano Wagner Katzen Manuel A. Carcia-Lineres Carroll J. Kelly Mark A. Romance

Sleven M. Brady Lawrence H. Kunin M. Margaret Haley Kenneth L. Dobkin Christine R. Roberts

Robert L. Ployd Ray H. Pearson Jeffrey D. Plaher Of Counsel

561-803-3500 PAX 561-820-1608

RUPLY TO:

West Palm Office

MIAMI INTICK I MIAMI CENTER, TENTH PLOOR **101 BOUTH BIJCAYNE BOULBYARD** MIAMI, PL 33131 TEL. 303 373-4000 FAX 305 373-4099

MIMBER OF COMMUNICIAL LAW APPILIATES: AN ASSOCIATION OF INDEPENDENT LAW FIRMS WITH OFFICER IN PRINCIPAL CITIES WORLDWIDE

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\*Certified in Civil Trial Law My The Pla, Not \*\*Certified in Morlial & Pamity Law My The Pla, Not \*\*\*Certified in listate Planning & Produce My The Pla, Mac

November 26, 1996

Florida Department of State **Division of Corporations Amendment Section** Post Office Box 6327 Tallahassee, FL 32314

> Re: Advatech Holdings, Inc.

Dear Ladies and Gentlemen:

Enclosed please find a check in the amount of \$87.50 which reflects payment for the filing and one (1) certifled copy of the attached Articles of Amendment for the above referenced corporation.

Should you need any additional information, please do not hesitate to contact our office.

Sincerely,

rala F Richman/t

Gerald F. Richman (Signed in Mr. Richman's absence to expedite delivery)

GFR:te **Enclosures** 

George Snyder

### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

#### ADVATECH HOLDINGS, INC.

SEGGETARY OF STATE
TALLAWASSEE, FLORDA

Pursuant to the provisions of section 607, 1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendment(s) adopted:

Article I: Name:

The name of this corporation shall henceforth be known as:

Advatech Research and Development, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:

The date of each amendment's adoption: November 1, 1996.

FOURTH:

Adoption of Amendment(s)

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 18 day of November, 1996.

Signature:

Gerald F. Richman, Vice President / Director