



Baggish & Frey

Attorneys at Law

P96000079747

September 18, 1996

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

FILED  
96 SEP 24 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Performance Diagnostics, Inc.

Enclosed are the original and one (1) copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy, and the designation of Registered Agent.

Thank you for your assistance in this matter.

Sincerely,

Christopher G. Frey, Esq.

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-09/24/96--01167--007  
\*\*\*\*122.50 \*\*\*\*122.50

**ARTICLES OF INCORPORATION  
OF**

**"Performance Diagnostics, Inc."**

**ARTICLE I. CORPORATE NAME**

The name of the corporation is Performance Diagnostics, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation are 3683 Sapphire Lane, Palm Harbor, Florida 34684.

**ARTICLE III. CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is Christopher G. Frey, Esq., Baggish & Frey, Attorneys at Law, 2651 McCormick Drive, Suite 110, Clearwater, Florida 34619.

**ARTICLE V. INCORPORATORS**

The name(s) and street address(es) of the incorporators to these articles of incorporation are Francis J. Connelly, 3683 Sapphire Lane, Palm Harbor, Florida 34684.

**ARTICLE VI. BOARD OF DIRECTORS & OFFICERS**

The names and addresses of the first Board of Directors are as follows:

Francis J. Connelly  
3683 Sapphire Lane  
Palm Harbor, Florida 34684

Brian Wolstein  
701 North Hercules Avenue  
Clearwater, Florida 34625

The names and addresses of the initial Officers are as follows:

President: Francis J. Connelly  
3683 Sapphire Lane  
Palm Harbor, Florida 34684

Secretary: Brian Wolstein  
& 701 North Hercules Avenue  
Treasurer: Clearwater, Florida 34625

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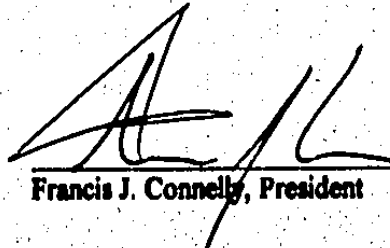
## ARTICLE VII. SUBCHAPTER "S" ELECTION

It is the intention of the incorporator of this corporation that the first Board of Directors adopt the Plan Under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss of stock of a "Small Business Corporation" which qualifies under the Code.

## ARTICLE VIII. COMMENCEMENT

The corporation shall commence its existence upon receipt of these Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17 day of September, 1996.



Francis J. Connolly, President

### **CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE MADE**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Performance Diagnostics, Inc., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation at:

3683 Sapphire Lane, Palm Harbor, Florida 34684.

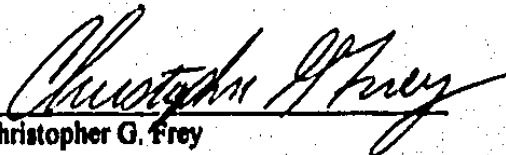
has named

Christopher G. Frey, Esq.  
Baggish & Frey, Attorneys at Law  
2651 McCormick Drive, Suite 110  
Clearwater, Florida 34619

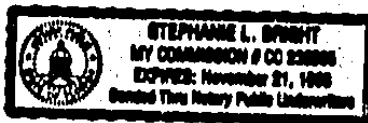
as its agent to accept service of process within this State.

### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

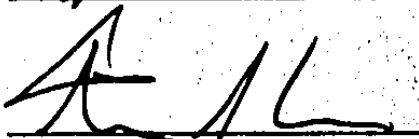
  
Christopher G. Frey

SWORN TO AND SUBSCRIBED before me this 17 day of September, 1996..



  
Notary Public - State of Florida  
My Commission Expires:

The undersigned have executed these articles of incorporation on the 17 day of September, 1996.

  
Francis J. Connelly, President

  
Brian Wolstein, Secretary/Treasurer

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96 SEP 24 AM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA