



ARTICLES OF INCORPORATION  
OF

COLOR OPTICA, INC.

ARTICLE I

NAME

The name of this corporation is Color Optica, Inc. The principal office of the corporation shall be 1748 Independence Boulevard, Building F1, Sarasota, Florida 34234.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to purchase, or otherwise dispose of, and to invest in, real and personal property and services, of every class, kind and description; to engage in any other lawful business; and to do any and all acts and things necessary, convenient, expedient, ancillary or in aid to the accomplishment of the foregoing.

ARTICLE III

STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

MANAGEMENT

This business of the corporation shall be managed by the shareholders of this corporation rather than by a Board of Directors.

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96 DEC -2 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE V

INCORPORATOR

This name and street address of the Incorporator of these Articles of Incorporation is: JOHN A. McCANN, 1748 Independence Boulevard, Building F1, Sarasota, Florida 34234.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

This street address of the initial registered office of the corporation is John A. McCann, 1748 Independence Boulevard, Building F1, Sarasota, Florida 34234 and the name of the initial registered agent is: JOHN A. McCANN.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation.

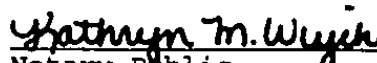


JOHN A. McCANN

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, JOHN A. McCANN, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that she executed same.

WITNESS my hand and official seal in the County and State aforesaid, this 24th day of November, 1996.

  
Notary Public

My Commission Expires:



Kathryn M. Wujek  
My Commission CC600698  
Expires November 11, 2000

COLOR OPTICAL, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



JOHN A. McCANN  
Registered Agent

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