

LAW OFFICE OF

**HARRY W. HASKINS**

SOUTHRUST BANK PLAZA  
1800 SECOND STREET, SUITE 819  
SARASOTA, FLORIDA 34236-5906

ADMITTED TO PRACTICE IN  
FLORIDA AND IOWA

TELEPHONE (941) 366-1388  
FACSIMILE (941) 953-4284

*P96000098223*

November 27, 1996

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

000002017860---4  
12/03/96--01090--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Color Optica, Inc.

Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Color Optica, Inc.

Enclosed please find check numbered 1084 in the sum of \$70.00 is enclosed to cover the filing fee, including a certified copy of the Articles of Incorporation.

I have also enclosed a self-addressed and stamped envelope so that I can receive a filed and stamped copy of the Articles of Incorporation. Please feel free to contact me if you should have any questions.

Very truly yours,

*Harry W. Haskins*  
Harry W. Haskins *kw*

HWH:kw  
Enclosures

SIGNED IN HIS ABSENCE  
TO AVOID DELAY

*[Signature]*  
*12/5*

FILED  
96 DEC -2 AM 10:29  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

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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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 CC000696  
Expires November 11, 2000

COLOR OPTICA, 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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SECRETARY OF STATE  
TALLAHASSEE FLORIDA