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HONIG, KAPLAN & TOLCHINSKY
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

GARY D. HONIG*
S. RICHARD KAPLAN
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OF COUNSEL
STEVEN M. HONIG†
* ALSO ADMITTED IN MA.
† ADMITTED IN N.J. ONLY

April 9, 1997

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*****70.00 *****70.00

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: LASER RECHARGE SYSTEMS, INC.

Dear Sir/Madam:

In connection with the filing of the above referenced corporation enclosed please find the following:

1. Original Articles of Incorporation;
2. Check of Honig, Kaplan & Tolchinsky in the amount of \$70.00 to cover filing fees.

Please return the appropriate copies to the above address and contact the undersigned immediately should there be any problems with the filing. Thank you for your cooperation.

Sincerely,

HONIG, KAPLAN & TOLCHINSKY

Gary D. Honig
For the Firm

GDH/cm
Enclosures

FILED
97 APR 15 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State

mc 4/14/97

ARTICLES OF INCORPORATION
OF
LASER RECHARGE SYSTEMS, INC.

FILED
APR 15 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the Corporation is LASER RECHARGE SYSTEMS, INC.

ARTICLE II
PURPOSES

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III
STOCK

This Corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of this Corporation is 1250 E. Hallandale Beach Blvd., Penthouse, Hallandale, Florida 33009 and the name of the initial registered agent at that address is Gary D. Honig, Esq.

ARTICLE V
DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Elliott W. Starman
Stanley Starman
Paul Starman
Anita Starman
c/o Sheldon, Ribotsky & Levine, P.A.
11401 Biscayne Boulevard
Miami, Florida 33181

ARTICLE VI
INCORPORATOR

The name and address of the incorporator of this Corporation is:
Gary D. Honig, Esq.
1250 E. Hallandale Beach Blvd.
Penthouse
Hallandale, FL 33009

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the Corporation is:

3103 N.W. 108th Avenue
Sunrise, Florida 33351

**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

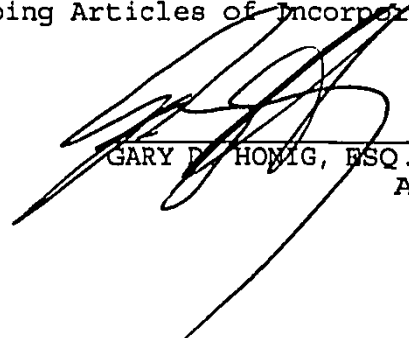
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of April, 1997.



GARY D. HOMIG, ESQ. Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



GARY D. HOMIG, ESQ., Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA