



P97000062103

ACCOUNT NO. : 072100000032

REFERENCE : 462366 88155A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 15, 1997

ORDER TIME : 11:02 AM

ORDER NO. : 462366-005

CUSTOMER NO: 88155A

CUSTOMER: Lawrence H. Katz, Esq
LAWRENCE H. KATZ, ESQ

Suite 120
341 North Maitland Avenue
Maitland, FL 32751

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-07/15/97--01054--028
****122.50 ****122.50

DOMESTIC FILING

NAME: PHOTEK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
97 JUL 15 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUL 15 PM 12:22
DIVISION OF CORPORATION

(b)

5
W97-16365



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: PHOTEK, INC.
Ref. Number: W97000016365

RESUBMIT

Please give original
submission date as file date.

We have received your document for PHOTEK, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 997A00036236

RECEIVED
97 JUL 17 AM 9:
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

PHOTEK ALTAMONTE, INC.

FILED

97 JUL 15 AM 11: 27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being a natural person of legal age, do hereby desire to form a Corporation under the Laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

1. **NAME.** The name of the Corporation shall be PHOTEK ALTAMONTE, INC., a Florida Corporation.

2. **PRINCIPAL OFFICE OR MAILING ADDRESS.** The Principal Office of the corporation shall be and its mailing address shall be 5306 Clubside Drive, Longwood, Florida 32779. The Principal Office and mailing address may be changed from time to time by the Board of Directors.

3. **STOCK.** The maximum number of shares of stock of this Corporation which this Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this Corporation.

4. **INITIAL REGISTERED OFFICE AND AGENT.** The street address of the initial registered office of this Corporation is and the name of the initial registered agent of this Corporation at that address is

Lawrence H. Katz
341 N. Maitland Avenue
Suite 120
Maitland, Florida 32751

5. **BOARD OF DIRECTORS.** The business of the Corporation shall be conducted and managed by a Board of Directors consisting of not less than one

member, as fixed from time to time by the By-Laws of this Corporation and the Board of Directors shall be elected or appointed as provided in the By-Laws of this Corporation.

6. **INCORPORATORS.** The name and address of the Incorporator(s) is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kelly-Ann Thomas Crawford	5306 Clubside Drive Longwood, Florida 32779
Karl Roy Crawford	5306 Clubside Drive Longwood, Florida 32779

7. **BY-LAWS.** The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

8. **INDEMNIFICATION.** Every Director, Officer, employee or agent of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a party or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a Director, Officer, employee or agent of the Corporation, or any settlement thereof, whether or not he or she is a Director, Officer, employee or agent at the time such expenses are incurred, except in such cases wherein the Director, Officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such Officer, Director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director,

Officer, employee or agent may be entitled.

9. **AMENDMENT.** The Corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this Corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 9th day of July, 1997.

Karl Roy Crawford.
Karl Roy Crawford

Kelly-Ann Thompson Crawford
Kelly-Ann Thompson Crawford

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STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Karl Roy Crawford and Kelly-Ann Thomas Crawford, known to me to be the persons described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: personally known and that an oath (was) (was not) taken.

WITNESS my hand and official seal in the County and State last aforesaid this 9th day of July, 1997.

Rosalyn Bill
Notary Signature

Rosalyn Bill
Printed Notary Signature

My Commission Expires:

corporat\photek\articles.inc



ROSALYN BILL
COMMISSION # CC 390220
EXPIRES AUG 10, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.



ROSALYN BILL
COMMISSION # CC 390220
EXPIRES AUG 10, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FILED

FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING

97 JUL 15 AM 11:27

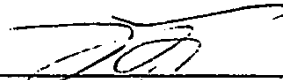
UPON WHOM PROCESS MAY BE SERVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First, that Photek Altamonte, Inc., desiring to organize under the Laws of the State of
Florida, with its principal office, as indicated in the Articles of Incorporation in the City
of Longwood, County of Seminole, State of Florida, has named Lawrence H. Katz,
341 N. Maitland Avenue, Suite 120, Maitland, Florida 32751, as its agent to accept
process within this state.

Having been named to accept service of process for the above named
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.



Lawrence H. Katz, Resident Agent