)0 62691 **LIGHTFORCE**

BUILDING 5 -303 9055 Wiles Road Coral Springs, Florida 33067

July 1, 1998

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

Re: Articles of Incorporation of Lightforce, Inc.

To Whom It May Concern:

Enclosed are the original and one copy of the above named Articles of Incorporation together with my check in the amount of \$ 70.00 which represents the filing fee.

Please return to me a copy of the Articles together with the State Charter.

Thank you for your cooperation in this matter.

JEFFREY J. NEWMAN

Do not need Certified Copy

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 9, 1998

JEFFREY J. NEWMAN BUILDING 5-303 9055 WILES ROAD CORAL SPRINGS, FL 33067

SUBJECT: LIGHTFORCE, INC. Ref. Number: W98000015551

We have received your document for LIGHTFORCE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6925.

Letter Number: 298A00036636

Barbara Brock Document Specialist

ARTICLES OF INCORPORATION OF LIGHTFORCE INC.

The undersigned, for the purpose of forming a for profit corporation under the provisions of Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I NAME AND MAILING ADDRESS

The name of the Corporation is LIGHTFORCE INC. The mailing address for the corporation is Unit 5 - 303, 9055 Wiles Road, Coral Springs, Florida 33067.

ARTICLE II TERM OF EXISTENCE

The existence of the corporation shall begin upon filing of the Articles by the Secretary of State and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III PURPOSE

The general purpose for which the corporation is organized is for providing and selling energy efficient lightbulbs and other products to the general public, and for the doing of any business for which corporations may be incorporated under Chapter 607 of the Florida Statutes and any amendments or successor statutes thereto.

ARTICLE IV AUTHORIZED SHARES

The aggregate number of shares this corporation shall be authorized to issue shall be 100 shares of Common stock at a par value of \$1.00. The shares of the corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value.

ARTICLE V REGISTERED OFFICE

The street address of the initial registered office in the State of Florida shall be Unit 5 - 303 9055 Wiles Road, Coral Springs, Florida 33067.

The name of the initial registered agent at the above address shall be JEFFREY JAY NEWMAN. The Board of Directors may from time to time change the registered office or change the registered agent to any other qualified agent.

ARTICLE VI NUMBER OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never be less than 1. The name and address of the initial directors are:

JEFFREY JAY NEWMAN Unit 5 303 9055 Wiles Road, Coral Springs Florida 33067.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is: JEFFREY JAY NEWMAN, Unit 5-303 9055 Wiles Road Coral Springs Florida 33067.

X

Dated this 1st day of July, 1998.

Incorporator

STATE OF FLORIDA COUNTY OF BROWARD

I hereby certify that on this day, before me, a Notary Public, duly authorized in the state and county named above, to take acknowledgments, personally appeared JEFFREY JAY NEWMAN personally known to me, who executed the foregoing Articles of Incorporation for the purposes therein designated.

Notary Public

Comm. No.

My Commission Expires:

HOWARD J. TOZZO
MY COMMISSION # CC 566279
EXPIRES: June 24, 2000
Bonded Thru Notary Public Underwriters

CONSENT OF REGISTERED AGENT

Having been named Registered Agent for this corporation at the Registered Office designated in the foregoing Articles of Incorporation, the undersigned accepts such designation.

Dated this 1st. de of July, 1998

JEFFREYJAY NEWMAN

STATE OF FLORIDA COUNTY OF BROWARD

I hereby certify that on this day, before me, a Notary Public, duly authorized in the state and county named above, to take acknowledgments, personally appeared JEFFREY JAY NEWMAN personally known to me, who executed the foregoing Articles of Incorporation for the purposes therein designated.

Notary Public

My Commission Expires:

HOWARD J. TOZZO
WY COMMISSION # CC 566279
EXPIRES: June 24, 2000

Bonded Thru Notary Public Underwriters

FILED AN IO: 27
98 JUL-7 AN IO: 27
SECRETARY OF STATE