

TRANSMITTAL LETTER

P98000087278

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

700002661797-0
-10/12/98-01114-004
*****78.75 *****78.75

SUBJECT: _____

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: _____

CPC OPTICS INC.
2011 HADSON CT
OLDSMAN, FL 34677

City, State & Zip

Daytime Telephone number

FILED
98 OCT 12 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

CB
10-13-98
4

ARTICLES OF INCORPORATION OF

~~OPTICS,~~
CPC ~~OPTICAL,~~ INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1: NAME

The name of the corporation shall be: CPC ~~OPTICAL,~~ ^{OPTICS,} INC.

The address of the principal office of this corporation shall be 2011 Hudson Street, Oldsmar, FL 34242, and the mailing address shall be the same.

ARTICLE 2: NATURE OF BUSINESS

The purposes for which this corporation is organized are to engage solely in the following activities:

- (a) To transact any and all lawful business, and
- (b) To engage in any and all business activity dealing with all facets of the optical business from manufacture to all intermediate steps to ultimate sale of all allied and related optical devices and items related to optics.

This corporation shall possess all powers necessary to conduct business in which it is authorized to engage, including but not limited to all those powers expressly conferred upon business corporations by Florida Statutes, together with those powers necessarily implied therefrom.

ARTICLE 3:

This corporation shall have perpetual duration.

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98 OCT 12 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 4:

The location and post office address of the registered office of the Corporation in Florida is 2011 Hudson Court, Oldsmar, Florida 34677.

ARTICLE 5:

The total authorized capital of this corporation is 120 shares of common stock, par value \$1.00 per share to be held, sold and paid for at such times and in such manner as the Board of Directors may from time to time determine. No cumulative voting is allowed. No preemptive rights are allowed. The Board of Directors shall have the power to establish more than one class or classes of shares and to fix relative rights and preferences of any such different classes.

ARTICLE 6:

The name and address of the incorporator of this corporation is: Philip Gauntlet, 5502 Shadow Lawn, Sarasota, Florida 34242

ARTICLE 7:

The name and address of the first director, who shall serve the Board of Directors until the first annual meeting of the shareholders or until the successors are elected and qualified is as follows: Philip Gauntlet, 5502 Shadow Lawn, Sarasota, Florida 34242.

ARTICLE 8:

An action required or permitted to be taken at a meeting of the Board of Directors, may be by a writing, signed by the entire Board of Directors, unless such action needs the cinsent of all shareholders, in which case a writing signed by the Board of Directors and all shareholders shall constitute the action of the Corporation.

ARTICLE 9:

This corporation shall indemnify any officer, director, employee or agent to the fullest extebt permitted by the law of the State of Florida.

In witness whereof, the undersigned being the incorporator hereof, has hereunto set his hand and seal this 7 day of OCTOBER, 1998.


Philip Gauntlet, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

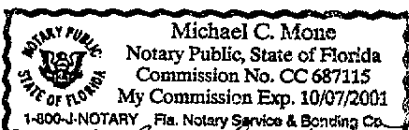
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Optics, CPC OPTICAL, INC

2. The name and street address of the registered agent and office is: CONNIE MONE

2011 Hudson Court
Oldsmar, FL 34677

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



*Submitted by fax file to the
30th Day of September, 1996*

Connie L. Mone

88 OCT 12 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED