STEEL HECTOR & DAVIS LLP

Requestor's Name

215 SOUTH MONROE STREET/SUITE 601

Address

TALLAHASSEE
City/State/Zip

222-2300 Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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T. SMITH FEB 1 5 1999

Examiner's Initials

ARTICLES OF INCORPORATION

OF

HOLOTRONIX INC.

99 FEB 15 AM II: 48
SECREFARY OF STATE
TALLAHASSEE, FLORIDA

<u> ARTICLE I - NAME</u>

The name of the corporation is Holotronix Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of Common Stock, par value \$1.00 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Corporation cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is, 200 S.

Biscayne Boulevard, #4874, Miami, Florida 33131 and the name of the initial registered agent of the Corporation at that address is Peninsula Registered Agents, Inc.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 5101 N.W. 115 Ct., Miami, Florida 33178.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

Miguel E. Herrera, 5101 N.W. 115 Ct., Miami, Florida 33178; Ruth G. Lopez, 5101 115 Ct., Miami, Florida 33178; Herbert Suhr, 5101 115 Ct., Miami, Florida 33178; and Gustavo A. Lopez, 5101 N.W. 115 Ct., Miami, Florida 33178

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is George R. Harper, P.A., 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these

Articles of Incorporation this 12th day of February, 1999.

George R. Harper, P.A.

George R. Harper, President

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

WIINESSETH:

Holotronix Inc., desiring to organize under the laws of the State of Florida, has named Peninsula Registered Agents, Inc., located at 200 S. Biscayne Boulevard, Suite #4874, Miami, Florida 33131, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 12th day of February, 1999.

PENINSULA REGISTERED AGENTS, INC.

Debra Kirschner, Vice President

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