

Charter Number Only

8/24/99

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VALIDATION ONLY

Requestor's Name

Address

City

State

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Phone

000002967970-1

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*****78.75 *****78.75

CORPORATION(S) NAME

Handwritten: Zetec, INC.

99 AUG 24 AM 10:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



Empire Toll Free: 1-800-432-3028

- Profit () Amendment () Merger
- NonProfit () Foreign () Dissolution () Mark
- Limited Partnership () Annual Report () Other
- Reinstatement () Reservation () Change of Registered Agent
- Certified Copy () Photo Copies () Certificate Under Seal
- Call When Ready () Call If Problem () After 4:30
- Walk In () Will Wait Pick Up () Mail Out

Name	<i>Handwritten signature</i>
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CERTIFIED COPY

RECEIVED
99 AUG 24 AM 10:03
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Zetec, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is Zetec, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE

The principal office and the street address of the initial registered office of this corporation is
5501 N. Military Tr. #110
Boca Raton, FLORIDA 33496
and the name of the initial registered agent of this corporation at that address is EDWARD HERBST.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

<u>Name</u>	<u>ADDRESS</u>
EDWARD HERBST	5501 N. Military Tr. #110 Boca Raton, FLORIDA 33496

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>ADDRESS</u>
EDWARD HERBST	5501 N. Military Tr. #110 Boca Raton, FLORIDA 33496

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of August 1999.



Subscriber, EDWARD HERBST
CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned 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.

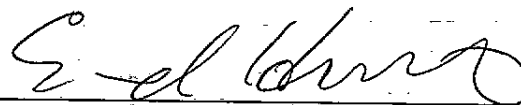
First that **Zetec, Inc.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named EDWARD HERBST, located at 5501 N. Military Tr. #110

Boca Raton, FLORIDA 33496

County of Palm Beach, State of Florida, as its agent to accept the service of process within the state.

ACKNOWLEDGMENT

Having been named as registered agent and to accept the 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



REGISTERED AGENT, EDWARD HERBST

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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