

S94945



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 406537 4326904  
AUTHORIZATION : Patricia Pygott  
COST LIMIT : \$ 87.50

ORDER DATE : May 28, 1997

ORDER TIME : 10:08 AM

ORDER NO. : 406537-005

500002194255--7

CUSTOMER NO: 4326904

CUSTOMER: Ms. Andrea Cardo  
Stark And Stark  
993 Lenox Drive, Bldg 2

Lawrenceville, NJ 08648

DOMESTIC AMENDMENT FILING

NAME: LASER ENERGETICS, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

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  
RECEIVED  
97 MAY 29 PM 3:21  
97 MAY 29 AM 10:41  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

6/2

Amended  
+ Restated  
C.C.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 29, 1997

CSC  
WARREN  
TALLAHASSEE, FL

SUBJECT: LASER ENERGETICS, INC.  
Ref. Number: S94945

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for LASER ENERGETICS, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return 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 (904) 487-6957.

Joy Moon-French  
Corporate Specialist


Letter Number: 297A00029182

RECEIVED  
97 MAY 30 AM 10:37  
DIVISION OF CORPORATIONS

**DECLARATION OF RESTATEMENT  
OF THE ARTICLES OF INCORPORATION  
OF LASER ENERGETICS, INC.**

The undersigned, Robert D. Battis, President and Chairman of the Board of Directors of Laser Energetics, Inc., a Florida Corporation (the "Company") does hereby certify that the attached Amended and Restated Articles of Incorporation of Laser Energetics, Inc. (The "Restatement") was duly authorized by a majority of the shareholders of the Company pursuant to sections 607.0202, 607.0705 607.1006, and 607.1007 of the Florida Business Corporation Act. The Restatement was approved at a meeting of the shareholders held May 19, 1997. The number of votes for the Restatement by the shareholders was sufficient for approval. The duly adopted Restatement supersedes the original Articles of Incorporation and all amendments thereto.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal as of this 22 day of May, 1997.

  
ROBERT D. BATTIS, President and  
Chairman of the Board of Directors

**STATE OF NEW JERSEY, COUNTY OF MERCER SS:**


I certify that on May 19, 1997, Robert D. Battis personally came before me and acknowledged under oath, to my satisfaction, that he:

(a) is named in and personally signed the Restatement and the Declaration of Restatement;

(b) signed, sealed and delivered this document as his act and deed, duly authorized and on behalf of Laser Energetics, Inc.; and

(c) that he is the President of Laser Energetics, Inc., a Florida corporation and that he has read the attached Restatement and that same is true and correct.

Signed and sworn to before  
me on May 22, 1997.

  
Attorney at Law ~~REDACTED~~  
of the State of NJ

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
LASER ENERGETICS, INC.**

**FILED**  
97 MAY 29 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
**Name**

The name of the corporation is: Laser Energetics, Inc.

**ARTICLE II**  
**Duration**

This corporation shall exist perpetually.

**ARTICLE III**  
**Purpose**

This corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE IV**  
**Capital Stock**

The total number of shares of all classes which the Corporation has authority to issue is 30,000,000 of which 25,000,000 shall be common shares and of which 5,000,000 shall be preferred shares, each with a par value of \$0.01 per share.

The designations and the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption of the shares of each class of stock are as follows:

*Preferred Shares.* The preferred shares may be issued from time to time by the Board of Directors as shares of one or more series. The description of shares of each series of preferred shares, including any preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption shall be as set forth in resolutions adopted by the Board of Directors from time to time within the broadest discretion and with all power and authority permitted and authorized by Florida Business Corporation Act 607.0602 and in the Certificate of Amendment to the Certificate of Incorporation filed as required by law prior to the issuance of any shares of such series.

*Common Shares.* Subject to all of the rights of the preferred shares as expressly provided herein, by law or by the Board of Directors pursuant to this Article IV, the common shares of the Corporation shall possess all such rights and privileges as are afforded to capital stock by the Florida Business Corporation Act.

## **ARTICLE V**

### **Registered Office**

### **and Agent Principle Office**

The street address of the registered office of this corporation is: 101 Sunnyside Road, Casselberry, Florida 32707, and the name of the registered agent of this corporation at that address is: Robert Wolfe, C.P.A.

**ARTICLE VI**  
**Board of Directors**

This corporation shall have three (3) Directors. The number of Directors may be either increased or diminished from time to time as permitted by the Bylaws, but shall never be less than one (1).


**ARTICLE VII**  
**Incorporator**

The name and address of the person signing these Amended and Restated Articles of Incorporation is: Robert D. Battis, President with a principal place of business at 4044 Quakerbridge Road, Mercerville, New Jersey 08619.

**ARTICLE VIII**  
**Bylaws**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 22<sup>nd</sup> day of May, 1997.


  
ROBERT D. BATTIS, President and sole  
member of the Board of Directors

STATE OF NEW JERSEY :  
COUNTY OF MERCER :

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, Robert D. Battis, well known to me, who, after first being duly sworn by me, deposes and states that he is the person named in the above and foregoing Amended and Restated "Articles of Incorporation," that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are all true, accurate and correct.

  
ROBERT D. BATTIS

SWORN and SUBSCRIBED to before me this 22<sup>nd</sup> day of MAY, 1997.

  
~~Notary Public~~, State of New Jersey  
*Attorney @ Law*

My Commission Expires: (N.P. Seal)