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**ICL ACQUISITION CORPORATION, INC.**

*...the SOURCE*

**11 ERIE STREET**

**GARFIELD, NEW JERSEY 07026 USA**

PHONE 973-478-8944 FAX 973-478-4201

e-mail rherpst@optonline.net ( Robert D. Herpst direct & confidential)

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November 16, 2012

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
P.O. Box 6327  
Tallahassee, FL 32301-6327

RE: ICL Acquisition Corporation, Inc.

Ladies & Gentlemen:

Enclosed for filing are Articles of Merger and a check for \$78.75 for the filing and certification fee.

**PLEASE RETURN A CERTIFIED COPY TO THE ADDRESS BELOW:**

Please send all correspondence to:

Robert D. Herpst  
11 Trotters Lane  
Mahwah, NJ 07430

E-MAIL : rherpst@optonline.net

Please call me at the above number (973-478-8944) with any questions.

Sincerely,



Robert D. Herpst  
President

*P.S. Please date stamp & return the enclosed copy in the self-addressed postage*

**EFFECTIVE DATE**  
NOV 30, 2012

**ARTICLES OF MERGER**

The undersigned, being the constituent corporations of a merger, have agreed to merge on the terms set forth in the Plan of Merger set forth below and submit these Article of Merger pursuant to the requirements of the Florida Statutes:

**SURVIVING CORPORATION:**

The surviving corporation of the Merger shall be ICL Acquisition Corporation, Inc., a Florida corporation.

**NAMES OF CONSTITUENT CORPORATIONS AND JURISDICTIONS:**

The constituent corporations to the merger shall be Gemini Specialty Optics, Inc. , a California corporation (Hereinafter "Gemini California") and ICL Acquisition Corporation, Inc. , a Florida corporation (hereinafter "ICL AC"). Gemini California is the merging corporation and ICL AC is the surviving corporation. The California Secretary of State Entity Number of Gemini California is C1703996 and the filing number for ICL AC is P12000089437.

**PLAN OF MERGER:**

The plan of merger is as follows:

1. The constituent corporations to the merger shall be Gemini Specialty Optics, Inc. , a California corporation (Hereinafter "Gemini California") and ICL Acquisition Corporation, Inc. , a Florida corporation (hereinafter "ICL AC"). ICL AC shall be the surviving corporation.
2. The Merger shall be effective on November 30, 2012.
3. Upon the merger becoming effective, the Articles of Incorporation of ICL AC shall be deemed amended to change the name of ICL AC to Gemini Specialty Optics, Inc.
4. The terms and condition of the merger shall be as follows:
  - (a) All shares of Gemini California shall be converted into shares of International Crystal Laboratories, a New Jersey corporation (hereinafter "ICL") which is the parent and sole shareholder of ICL AC.
  - (b) Each of the 300 issued and outstanding shares of Gemini California shall be converted to 5 ICL class B shares and 500 ICL class A shares, such that the shareholders of Gemini California shall hold 1500 class B shares and 150,000 Class A shares, being 15% of the then issued and outstanding shares of each such class of ICL stock upon the merger becoming effective.
  - (c) Certificates for shares of ICL stock shall be issued to the former Gemini California shareholders as soon as may be practicable after the effective date of the Merger.

**APPROVAL OF MERGER:**

The merger and Plan of Merger was approved by the shareholders of ICL AC, the surviving corporation, in accordance with the applicable provisions of Chapter 607 of the Florida Statutes, on November 14, 2012 . The merger was approved by the shareholders of Gemini California,

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the merging corporation, on November 16, 2012, in accordance with the laws of the State of California.

**EFFECTIVE DATE:**

The Effective Date of the merger, as set forth in the Plan of Merger, shall be November 30, 2012.

**AMENDED CERTIFICATE OF INCORPORATION AND NAME CHANGE:**

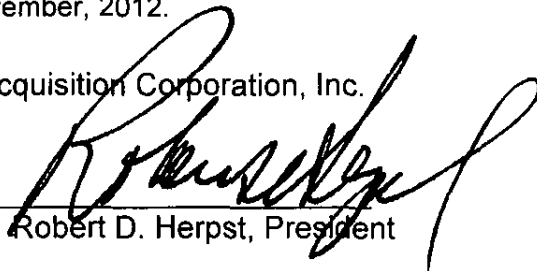
ICL AC has changed its name to as of the effective date to Gemini Specialty Optics, Inc. and has Amended Article I of its Articles of Incorporation to state that:

“Article I : The name of the corporation is Gemini Specialty Optics, Inc. “

**IN WITNESS WHEREOF**, the undersigned constituent corporations have caused these Articles of Merger to be executed and filed pursuant to all requisite corporate authority as of this 16<sup>th</sup> day of November, 2012.

ICL Acquisition Corporation, Inc.

By



Robert D. Herpst, President

Gemini Specialty Optics, Inc.

By



Steven T. Hanst, President