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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

828150/7875U
 December 27, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Biobert Company

P00000117408 ~~000003514270-2~~
 12/27/00--01038--025
 ***128.75 ***128.75

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

RECEIVED
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OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

12-27

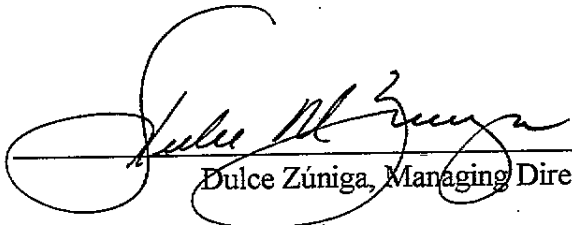
CERTIFICATE OF DOMESTICATION

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The undersigned, Dulce Zúniga, Managing Director of **BIOBERT COMPANY N. V.**, a foreign corporation, hereinafter referred to as "the Corporation", in accordance with Florida Statutes, section 607.1801, does hereby certify:

1. The date on which the Corporation was first formed was July 7, 1977.
2. The Corporation was first formed and incorporated in the jurisdiction of the Netherlands Antilles.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was **BIOBERT COMPANY N. V.**
4. The name of this Corporation, as set forth in its articles of incorporation filed herewith pursuant to Florida Statutes 607.0202 and 67.0401, is **BIOBERT COMPANY..**
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the Corporation immediately prior to the filing of the Certificate of Domestication was The Netherlands Antilles.

I am Managing Director of **BIOBERT COMPANY N. V.** and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this 27 day of December, 2000.



Dulce Zúniga, Managing Director

ARTICLES OF INCORPORATION
OF
BIOBERT COMPANY

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ARTICLE I - NAME AND ADDRESS

The name of this corporation is **BIOBERT COMPANY**. The address of the initial principal office and the mailing address of this corporation is 8290 N. W. 66th Street, Miami, FL 33166.

ARTICLE II - PURPOSE

This corporation may engage in, conduct and transact any and all lawful business. This corporation shall have perpetual existence.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is Fifty Thousand shares of common stock, of One Dollar (\$1.00) par value each.

**ARTICLE IV - INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

Name

Owen S. Freed

Address

Suite 2200, 150 West Flagler St.
Miami, Florida, 33130

ARTICLE V - COMMENCEMENT

This corporation shall commence as of the 7th day of July, 1977, being the date on which this corporation was originally incorporated in the jurisdiction of The Netherlands Antilles.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one.

The name and address of the member of the initial Board of Directors of this corporation is:

<u>Name</u>	<u>Address</u>
Owen S. Freed	150 West Flagler Street Suite 2200 Miami, Florida, 33130

VII ARTICLE - OFFICERS

This corporation shall initially have a President and Secretary. It shall have such additional officers as the Board of Directors may from time to time designate. The initial officers of the corporation to serve until their successors have been duly elected and qualified are:

President:	Owen S. Freed
Secretary:	Maria V. Curatolo

VIII ARTICLE - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Dulce Zúniga	430 N. E. 131 st Street North Miami, Fl., 33161

ARTICLE IX - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

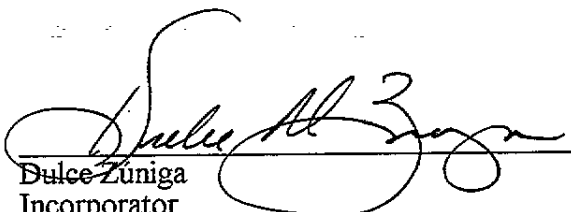
ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27 day of December, 2000.


Dulce Zuniga
Incorporator

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BIOBERT COMPANY

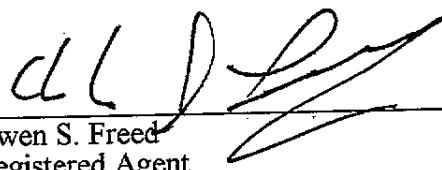
ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation of **BIOBERT COMPANY**, and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

This 27 day of December, 2000.



Owen S. Freed
Registered Agent