

BRUCE BRASHEAR
Counselor At Law

920 N.W. 8th Avenue, Suite A
Gainesville, FL 32601
voice: 904/336-0800
fax: 904/336-0505
e-mail: bruce@freenet.ufl.edu

P950000 49224

June 19, 1995

EFFECTIVE DATE
6-15-95

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: FLORIDA GENETICS CORPORATION

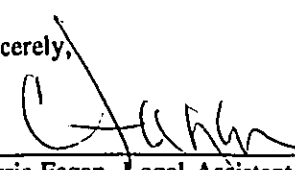
Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,


Carrie Fagan, Legal Assistant
to Bruce Brashear, Esq.

Enclosures

000001519770
-06/21/95--01092--008
***122.50 ***122.50

NANCY HENDRICKS JUN 23 1995

**ARTICLES OF INCORPORATION
OF
FLORIDA GENETICS CORPORATION**

FILED
95 JUN 21 PM 12:53
SECRET
TALLAHASSEE
EFFECTIVE DATE
6-15-95

Article I

Name. The name of this Corporation is FLORIDA GENETICS CORPORATION.

Article II

Principal Office. The address of the principal office of the Corporation is 1101 Meadow Lake Way, Suite 203, Winter Springs, FL 32708.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 10,000 shares of \$.001 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 1101 Meadow Lake Way, Suite 203, Winter Springs, FL 32708, and the name of the initial registered agent of this Corporation is William L. McKendree, Jr., Ph.D.

Article VIII

Initial Board of Directors. The Corporation shall have five (5) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Dr. William L. McKendree, Jr.

1101 Meadow Lake Way, #203
Winter Springs, FL 32708

Dr. Phillip Collis

Div. Environmental Health & Safety
University of Florida
P.O. Box 112190
Gainesville, FL 32611

Dr. David W. Hall

KBN Engineering
6421 N. W. 23rd St., Suite 500
Gainesville, FL 32653

Dr. Robert J. Ferl

Dept. of Horticulture Science
University of Florida
1255 Fifield Hall
Gainesville, FL 32611

Mr. William L. McKendree, Sr.

142 Dory Lane
Osprey, FL 34229

Article IX

Incorporator. The name and address of the person signing these Articles is William L. McKendree, Jr., Ph.D., 1101 Meadow Lake Way, Suite 203, Winter Springs, FL 32708.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15 da of JUNE, 1995.



WILLIAM L. McKENDREE, JR., Ph.D.
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 15 day of JUNE, 1995, by WILLIAM L. McKENDREE, JR., Ph.D., who is personally known to me or who has produced Florida Driver License #M253-932-54-395-0 as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 15 day of JUNE, 1995.

(SEAL)



KATHLEEN BIDDLE
COMMISSION # CC 447326
EXPIRES MAR 22, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Notary Public

Printed Name Kathleen Biddle
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of FLORIDA GENETICS CORPORATION, which is contained in the foregoing Articles of Incorporation.

DATED this 15 day of JUNE, 1995.

W. L. McKendree, Jr.
WILLIAM L. McKENDREE, JR., Ph.D.
Registered Agent

July 25, 1995

P95000049224

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

Dear Sir or Madam,

Please change the address of the:

Florida Genetics Corporation

1101 Meadow Lake Way #203

Winter Springs, FL 32708

(Document number P95000049224, articles of incorporation)

to the following new address

Florida Genetics Corporation

Sid Martin Biotechnology Development Institute

12085 Research Drive, Suite 120

Alachua, FL 32615

Phone: (904) 462-0895

Thank you very much,

W. McKendree

Wm. McKendree
Incorporator

ICB
8/1/95

P95000049224



December 11, 1996

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

500002028635--2
-12/13/96--01050--005
*****35.00 *****35.00

Dear Sir or Madam,

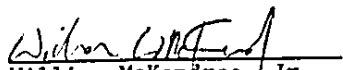
Please accept the following document, and the accompanying check for \$35,
as formal dissolution of this corporation.

Please direct any further communications regarding this issue to myself
at the following address:

220 NW 4th Ave.
Lake Butler, FL 32054

Thank you for your time and consideration.

Sincerely,


William McKendree, Jr.
Majority Shareholder and
President

FILED
96 DEC 13 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 12/23

Diss

Florida Genetics Corporation
12085 Research Drive, Rm. 133
Alachua, FL 32615


Telephone: (904) 462-0895, 418-1505
Fax: (904) 462-0875
Email: florigen@biotech.ufl.org

Effective 12/20/96.

ARTICLES OF DISSOLUTION

December 11, 1996

On this day, approval has been given by all Shareholders of the Florida Genetics Corporation to dissolve this corporation, to become effective December 20, 1996.


William Lee McKendree, Jr.
President and Chair,
Board of Directors

FILED
96 DEC 13 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA