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CERTIFIED COPY

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1.) Transplants, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

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D. BROWN MAR 28 1997

ARTICLES OF INCORPORATION

of

Transplants, Inc.
(name of corporation)

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DIVISION OF CORPORATIONS
97 MAR 29 PM 3:37

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Transplants, Inc

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The 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

The corporation is authorized to issue ONE THOUSAND shares (1000) of ONE CENT Dollar(s) (\$.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

| | | | |
|---------|--|---------|------------------|
| NAME | <u>Transplants, Inc. GARY H. KIMBALL</u> | | |
| ADDRESS | <u>5034 N. NEBRASKA</u> | | |
| CITY | <u>TAMPA</u> | FLORIDA | ZIP <u>33603</u> |

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|--------------------------|---------|------------------|
| NAME | <u>Transplants, Inc.</u> | | |
| ADDRESS | <u>5034 N. NEBRASKA</u> | | |
| CITY | <u>TAMPA</u> | FLORIDA | ZIP <u>33603</u> |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


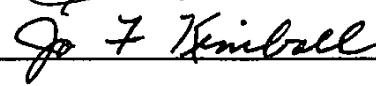
| | | | |
|---------|----------------------------|------------------|------------------|
| NAME | <u>GARY H. KIMBALL</u> | | |
| ADDRESS | <u>5810 W. MARINER ST.</u> | | |
| CITY | <u>TAMPA</u> | STATE <u>FL.</u> | ZIP <u>33609</u> |
| NAME | <u>JO F. KIMBALL</u> | | |
| ADDRESS | <u>5810 W. MARINER ST.</u> | | |
| CITY | <u>TAMPA</u> | STATE <u>FL.</u> | ZIP <u>33609</u> |
| NAME | <u>N/A</u> | | |
| ADDRESS | <u>N/A</u> | | |
| CITY | <u>N/A</u> | STATE <u>N/A</u> | ZIP <u>N/A</u> |

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|---------------------|-------|--------------|
| NAME | GARY H. KIMBALL | | |
| ADDRESS | 5810 W. MARINER ST. | | |
| CITY | TAMPA | STATE | FL ZIP 33609 |
| NAME | JO F. KIMBALL | | |
| ADDRESS | 5810 W. MARINER ST. | | |
| CITY | TAMPA | STATE | FL ZIP 33609 |
| NAME | N/A | | |
| ADDRESS | N/A | | |
| CITY | N/A | STATE | N/A ZIP N/A |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 27TH day of MARCH, 1997.


 _____ (Seal)

 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 28 PM 3:31

Trans Plants, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 5034 N. NEBRASKA

TAMPA FL. 33603

has named GARY H. KIMBALL

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)