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From: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL

05 JUL 2005 P.000/008 5-597

F01000000903

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MERGER OR SHARE EXCHANGE

CLINICAL RESULTS, INC.

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Merge
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ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Clinical Results, Inc. 4400 34th Street North Warehouse F St. Petersburg, FL 33714 Florida Document/Registration Number: F01000000903	Delaware	Corporation
2. AdvantaChem Inc. 4400 34th Street North, Warehouse F St. Petersburg, Florida 33714 Florida Document/Registration Number: P03000082461	Florida	Corporation
3. BioCatalical Research, Inc. 4400 34th Street, Warehouse F St. Petersburg, Florida 33714 Florida Document/Registration Number: P03000014990	Florida	Corporation

FEI Number:
943379635

FEI Number:
200120291

FEI Number:
571189835

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TALLAHASSEE, FLORIDA

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Clinical Results, Inc. 4400 34th Street North Warehouse F St. Petersburg, Florida 33714 Florida Document/Registration Number: F01000000903	Delaware	Corporation

FEI Number:
943379635

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited

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liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with the Florida Department of State.

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURES FOR EACH PARTY:

Name of Entity

Clinical Results, Inc.

Signature(s)



Typed or Printed Name of Individual

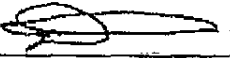
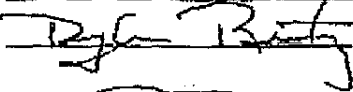
David Pollock

Douglas Reitz

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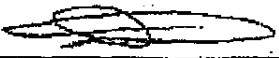
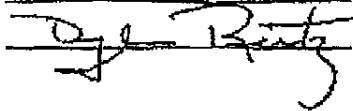
AdvanzaChem Inc.

David Pollock

Douglas Reitz

BioCeutical Research, Inc.

David Pollock

Douglas Reitz

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes

FIRST: The exact name and jurisdiction each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Clinical Results, Inc.	Delaware
AdvantaChem Inc.	Florida
BioCentical Research, Inc.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Clinical Results, Inc. 4400 34th Street North Warehouse F	Delaware

THIRD: The terms and conditions of the merger are as follows:

AdvantaChem and BioCentical are merging into Clinical Results.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

All of the assets of AdvantaChem and BioCentical will become the property of Clinical Results. The Shareholders of Advanta Chem and BioCentical are the shareholders of Clinical Results.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

The Shareholders of AdvantaChem and BioCentical will receive an equal percentage of shares in Clinical Results, Inc.

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

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N/A

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)/managing members are as follows:

N/A

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

Articles of Merger as required by the laws of the State of Delaware.

EIGHTH: Other provisions, if any, relating to the merger:

N/A

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I, Dr. Reitz, Secretary
of Clinical Research, Inc., a corporation organized and existing under
the laws of the State of Delaware, hereby certify, as such Secretary of the said corporation,
that the Agreement of Merger to which this certificate is attached, after having been first
duly signed on behalf of said corporation by an authorized officer of

Clinical Research, Inc., a corporation of the State
of Delaware, was duly submitted to the stockholders of said corporation,
at a special
meeting of said stockholders called and held separately from the meeting of stockholders
of any other corporation, upon waiver of notice, signed by all the stockholders, for the
purpose of considering and taking action upon said Agreement of Merger, that
1,000 shares of stock of said corporation were on said date issued and
outstanding and that the holder of 1,000 shares voted by ballot in favor of
said Agreement of Merger and the holder of 0 shares voted by
ballot against same, the said affirmative vote representing at least a majority of the total
number of shares of the outstanding capital stock of said corporation, and that thereby the
Agreement of Merger was at said meeting duly adopted as the act of the stockholders of
said Clinical Research, Inc., and the duly adopted
agreement of said corporation.

WITNESS my hand on behalf of said [Signature]
on this 20th day of June, 2005

By: Dr. R. Douglas Reitz
Secretary
Name: Richard Douglas Reitz
Print
or
Type

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