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(Requestor's Name)

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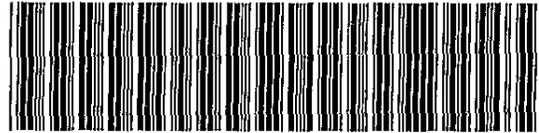
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 156661 4723934

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 78.75

ORDER DATE : July 2, 2003

ORDER TIME : 9:26 AM

ORDER NO. : 156661-005

CUSTOMER NO: 4723934

CUSTOMER: Jill M. Long, Legal Asst
Lewandowski & Associates
721 Center Road

West Seneca, NY 14224

FOREIGN FILINGS

NAME: SYNERGENA (NY), INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Synergena (NY), Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. New York 3. Applied
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 06/27/03 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Synergena (NY), Inc., 155 Blake Hill, East Aurora, New York 14052
(Principal office address)
Synergena (NY), Inc., 155 Blake Hill, East Aurora, New York 14052
(Current mailing address)

8. Research and development for commercial purposes for technology relating to the produce
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature) **Lynette Coleman**
as its agent

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert E. Duthie

Address: 155 Blake Hill
East Aurora, New York 14052

Vice Chairman: _____

Address: _____

Director: Robert E. Duthie

Address: 155 Blake Hill
East Aurora, New York 14052

Director: _____

Address: _____

B. OFFICERS

President: Robert E. Duthie (sole-officer)

Address: 155 Blake Hill
East Aurora, New York 14052

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert E. Duthie, Chairman
(Typed or printed name and capacity of person signing application)

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of SYNERGENA (NY), INC. was filed on 06/27/2003, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 02nd day of July
two thousand and three.*

A handwritten signature in black ink, appearing to read "R. A. Davis", is written over the official seal.

Secretary of State

STATE OF NEW YORK
DEPARTMENT OF STATE
ALBANY, N.Y.