

F98000005289

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: MARINE BIOLOGICS, INCORPORATED
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jay J. Reynolds, Esquire
(Name of Person)

Reynolds & Reynolds, Chartered
(Firm/Company)

555 South Federal Highway, Suite 450
(Address)

Boca Raton, Florida 33432
(City/State/Zip)

FILED
98 SEP 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-20947

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*****78.75 *****78.75

Should you need to call someone concerning this matter, please call:

Jay J. Reynolds
(Name of Person)

at (561) 391-1000
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

9/21/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 14, 1998

JAY J. REYNOLDS, ESQ.
REYNOLDS & REYNOLDS, CHARTERED
555 SOUTH FEDERAL HIGHWAY, SUITE 450
BOCA RATON, FL 33432

SUBJECT: MARINE BIOLOGICS, INCORPORATED
Ref. Number: W98000020947

We have received your document for MARINE BIOLOGICS, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A brief description of the entity's nature of business must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 498A00046527

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. MARINE BIOLOGICS, INCORPORATED
(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. Wyoming 3. 54- 7905703
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 19th, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 01, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. Jay J. Reynolds, Esquire, Reynolds & Reynolds, Chartered

555 South Federal Highway, Suite 450, Boca Raton, Florida 33432
(Current mailing address)

8. See article three, paragraph G
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: Jay J. Reynolds
Reynolds & Reynolds, Chartered

Office Address: 555 South Federal Highway, Suite 450

Boca Raton, Florida, 33432
(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)

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.

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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Rick Hulbert

Address: 1704 Westland Road, Cheyenne, WY 82001

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Floyd Weston

Address: 750 South Main Street, Bountiful, UT 84010

Vice President: Adam L. Weston

Address: 1955 Ridgewood Way

Bountiful, UT 84010

Secretary: Adam L. Weston


Address: 1955 Ridgewood Way

Bountiful, UT 84010

Treasurer: Jay J. Reynolds

Address: 555 South Federal Highway, #450, Boca Raton, FL 33432

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. Jay J. Reynolds
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARINE BIOLOGICS INCORPORATED

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98 SEP 24 PM 1:50
OFFICE OF STATE
SECRETARY
TALLAHASSEE, FLORIDA
SEP 19 1998

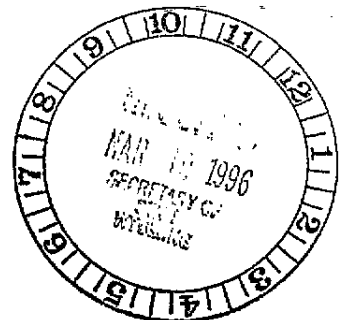
FIRST. The name of the corporation is:

MARINE BIOLOGICS INCORPORATED

SECOND. Its registered office in the State of Wyoming is located at 1704 Westland Road, Cheyenne, Wyoming 82001 that this Corporation may maintain an office, or offices, in such other place within or without the State of Wyoming as may be from time to time designated by the Board of Directors, or by the By-Laws of said Corporation, and that this Corporation may conduct all Corporation business of every kind and nature, including the holding of all meetings of Directors and Stockholders, outside the State of Wyoming as well as within the State of Wyoming

→ **THIRD.** ~~The objects for which this Corporation is formed are:~~

- (A) To do all things necessary or convenient to carry out its business and affairs, including without limitation power to;
- (B) Sue and be sued, complain and defend in its corporate name;
- (C) Have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;
- (D) Make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;



State of Wyoming

Office of the Secretary of State



United States of America,
State of Wyoming } ss.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DIANA J. OHMAN, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming, MARINE BIOLOGICS INCORPORATED is a corporation organized under the laws of the State of Wyoming, whose date of incorporation is 03/19/1996; and whose period of duration is .

I FURTHER CERTIFY that this corporation has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the State of Wyoming.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 3rd day of September A.D., 1998.



Diana J. Ohman

Secretary of State

By *Jeune Sauter*
