



L01D00000 7127

ACCOUNT NO. : 072100000032

REFERENCE : 139205 4346830

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 125.00

ORDER DATE : May 4, 2001

ORDER TIME : 10:14 AM

ORDER NO. : 139205-005

CUSTOMER NO: 4346830

CUSTOMER: Dave Carlson, Esq
Edwards & Angell

51 John F. Kennedy Parkway

Short Hills, NJ 07078

800004138728--5

DOMESTIC FILING

NAME: GEROLABS INTERNATIONAL LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

JD
5-7-01

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
MAY 7 2001
MAY 7 10 14 AM
SUPREMACY OF FILING

01 MAY - 7 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION FOR
GEROLABS INTERNATIONAL LLC**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Limited Liability Company is Gerolabs International LLC.

ARTICLE II. ADDRESS

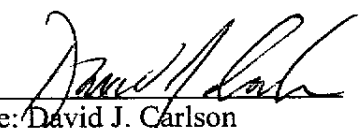
The mailing address and street address of the principal office of the Limited Liability Company is 6111 Gazebo Park, Jacksonville, Florida 32257.

The name and the Florida street address of the registered agent are:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

ARTICLE III. TERM OF EXISTENCE

The Limited Liability Company is to exist until December 31, 2040.

By: 
Name: David J. Carlson
Its: Authorized Representative of a Member

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

APPROVE
AND
FILED
01 MAY -7 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

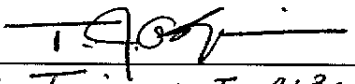
**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY
COMPANY SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN
THE STATE OF FLORIDA.**

1. The name of the limited liability company is **Gerolabs International LLC**
2. The name and address of the registered agent and office is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CORPORATION SERVICE COMPANY

By: 
Name: TIMOTHY J. O'BRIEN
Title: Asst. V.P.

01 MAY - 7 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Date: