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TALLAHASSEE FLORIDA

N. O'Brien JUL - 8 2008

TODD WATSON
ATTORNEY AT LAW, P.A.

SUITE 107
7785 BAYMEADOWS WAY
JACKSONVILLE, FLORIDA 32256

TELEPHONE (904) 739-9747
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July 1, 2008

Florida Department of State
Division of Corporations
Attn: Registration Section
PO Box 6327
Tallahassee, FL 32314

Re: Bioverse, LLC

Dear Sir or Madam:

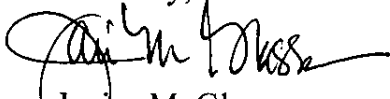
Enclosed are the following:

1. Check in the amount of \$150.00;
2. Certificate of Conversion; and
3. Articles of Organization.

Also enclosed are extra copies of the Certificate of Conversion and Articles of Organization and a self addressed stamped envelope so that file stamped copies may be returned to our office.

If you have any questions or concerns, please do not hesitate to contact our office.

Sincerely,



Janice M. Glassman
Legal Assistant

/jg
Enclosures

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TALLAHASSEE FLORIDA

**Certificate of Conversion
for
Bioverse, Inc., a Florida Profit Corporation
into
Bioverse, LLC, a Florida Limited Liability Company**

This Certificate of Conversion and attached Articles of Organization are submitted to convert Bioverse, Inc., a Florida Profit Corporation, into Bioverse, LLC, a Florida limited liability company, in accordance with §608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Bioverse, Inc. P98-81764

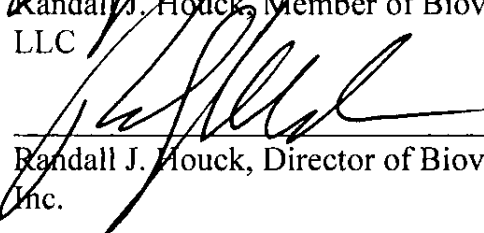
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the state of Florida.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

Bioverse, LLC

Signed this 27 day of June, 2008.



Randall J. Houck, Member of Bioverse,
LLC



Randall J. Houck, Director of Bioverse,
Inc.

ARTICLES OF ORGANIZATION

OF

BIOVERSE, LLC

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The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, does hereby adopt the following Articles of Organization.

ARTICLE 1.0

The name of the Limited Liability Company shall be Bioverse, LLC.

ARTICLE 2.0

The period of its duration may not exceed 40 years from the date of filing with the Department of State.

ARTICLE 3.0

The company may engage in any legal business or investment activity as the Managers may from time to time determine.

ARTICLE 4.0

The location of the principal office and mailing address of the Limited Liability Company shall be 705 Standish Drive, St. Augustine, FL 32086.

ARTICLE 5.0

The admission of new Members shall be subject to the unanimous approval of the existing Members of the Limited Liability Company.

ARTICLE 6.0

Upon the affirmative majority vote thereof, the remaining Members of the Limited Liability Company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

ARTICLE 7.0

The Limited Liability Company shall be managed by one or more Managers that may also be Members. The names and addresses of the initial managing Members are as follows:

Randall J. Houck

705 Standish Drive
St. Augustine, FL 32086

Dorothy S. Houck

705 Standish Drive
St. Augustine, FL 32086

ARTICLE 8.0

A Member may withdraw its interest in the Company and receive a Distribution of its interest in the company only upon the affirmative unanimous vote of the Members of the Company, with each member voting in accordance with the percentage of Company interest owned by the Member and the affirmative unanimous vote of the Managers of the Company, each Manager possessing one (1) vote. Furthermore, a Member's interest in the Company shall not be terminated in the event the Member makes an assignment for the benefit of creditors, files a voluntary petition of bankruptcy; or any of the other events stated in Florida Statutes §608.4237, as amended, unless the termination is approved by the affirmative unanimous vote of the Members and the Managers of the Company, as provided in this Article.

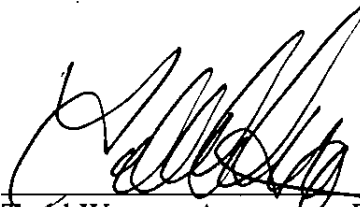
ARTICLE 9.0

Unless expressly prohibited by Florida law, the Company shall indemnify and hold harmless any Member or Managing Member from and against any and all claims and demands against such person whatsoever which relate in any manner to or arise from the activities of the Company or assets owned by the Company.

EXECUTION

Todd Watson, Attorney at Law, as the authorized representative of the Company, declares under penalties of perjury that the facts stated herein are true and correct.

Dated this 1st day of July, 2008.



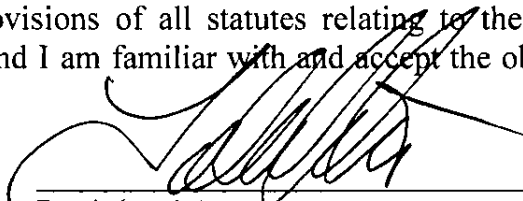
Todd Watson, Attorney at Law

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 that following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is Bioverse, LLC.
2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

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.



Registered Agent

Dated: July 1, 2008

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