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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

05-17-16
2

COVER LETTER

5/5/16
Via Federal Express

TO: Registration Section
Division of Corporations

SUBJECT: Biophab Innovations LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David L. Ciccarello, Esq.
Name of Person

Wilbur Smith Attorneys at Law
Firm/Company

1415 Hendry Street
Address

Fort Myers, FL 33901
City/State and Zip Code

dlciccarello@wilburilaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David L. Ciccarello at (239) 334-7696
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) ✓

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301 ✓

ARTICLES OF ORGANIZATION
OF
BIOPHAB INNOVATIONS LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 605, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Biophab Innovations LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal place of business of the Company in Florida shall be 3100 Del Prado Boulevard S., #308, Cape Coral, FL 33904.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to conduct and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and office of the Company in the State of Florida is David L. Ciccarello, Esq., Wilbur Smith Attorneys At Law, 1415 Hendry Street, Fort Myers, FL 33901.

ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the amounts set forth below beside their respective names:

<u>Name and Address of Member</u>	<u>Capital Contribution</u>	<u>Initial Member Percentage Interest</u>
Tom Burt 3100 Del Prado Boulevard S. #308 Cape Coral, FL 33904	\$100.00	33.3%
Christopher Fous 3100 Del Prado Boulevard S. #308 Cape Coral, FL 33904	\$100.00	33.3%
Stephen Hyde 3100 Del Prado Boulevard S. #308 Cape Coral, FL 33904	\$100.00	33.3%

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as expressly provided for in the Operating Agreement of the Company, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all of the members. A member may transfer the member's interest in the Company only as set forth in the Operating Agreement of the Company, but the transferee, except as is expressly provided for in the Operating Agreement of the Company, shall have no right to participate in the management and affairs of the Company or become a member unless all of the other members of the Company, other than the member proposing to dispose of an interest, approve of the proposed transfer, by unanimous written consent.

ARTICLE VIII – MEMBERS' RIGHT TO CONTINUE BUSINESS

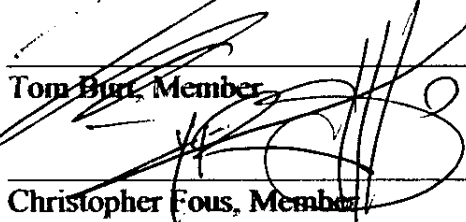
The members of the limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE IX - MANAGEMENT

The Company shall be a member managed company.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledge them to be our act this 5th day of May, 2016.


Tom Burt, Member


Christopher Fous, Member


Stephen Hyde, Member

OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Biophab Innovations LLC at the place designated in the Articles of Organization, David L. Ciccarello, Esq., agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Chapter 605, Florida Statutes.

Dated: April 13, 2016


David L. Ciccarello, Esq.