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LANE & ASSOCIATES, P.A.

International Law & Consulting

FLORIDA • GERMANY • SWITZERLAND

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5301 Conroy Road, Ste. 140
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Cape Coral, Florida 33904
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Reply To:

November 20, 1998

Orlando

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002694661--5
-11/23/98--01149--013
*****337.50 *****337.50

Re: Biomate Holdings, LLC

Dear Madam or Sir:

CM

Enclosed please find the original and one copy of the Articles of Organization and Designation of Registered Agent for **Biomate Holdings, LLC**.

Also enclosed is a check in the amount of \$337.50 to cover the filing fee for a Florida Limited Liability Company, a certified copy of the Articles of Organization, and the filing of Designation of the Registered Agent.

Please send the certified copy of the Articles of Organization and the Designation of the Registered Agent to:

LANE & ASSOCIATES, P.A.
5301 CONROY ROAD, SUITE 140
ORLANDO, FLORIDA, 32811
(407) 316-0343 TEL.
(407) 316-0373 FAX

FILED
98 NOV 23 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Your attention to this matter is most appreciated.

Sincerely yours,



Paul Camp Lane
Attorney at Law

PCL/als
Enclosures

Affiliated Offices in:

FRANKFURT a.M. • MÜNCHEN • LUZERN • VADUZ

**ARTICLES OF ORGANIZATION
OF
BIOMATE HOLDINGS, LLC**

The undersigned, as Organizer, for the purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the Limited Liability Company shall be BIOMATE HOLDINGS, LLC hereinafter referred to as the "Company."

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is Paul Camp Lane, 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer interest in the Company as set forth in the regulations of the Company which shall provide for the consent of the other members. The transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by a President/Manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial President/Manager of the Company is Dr. Ali M. Dakkak, c/o 5301 Conroy Road, Suite 140, Orlando, Florida 32811. The names and address of the members of the Company are


NAME	ADDRESS
Dr. Ali M. Dakkak	5301 Conroy Road, Suite 140 Orlando, Florida 32811
Mohammed Ali Dakkak	5301 Conroy Road, Suite 140 Orlando, Florida 32811
Hamad M. Al-Mosa	5301 Conroy Road, Suite 140 Orlando, Florida 32811

Waleed A.S. Al Ibrahim

5301 Conroy Road, Suite 140
Orlando, Florida 32811

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Orlando, Orange County, Florida, on this 19th day of November 1998.

X



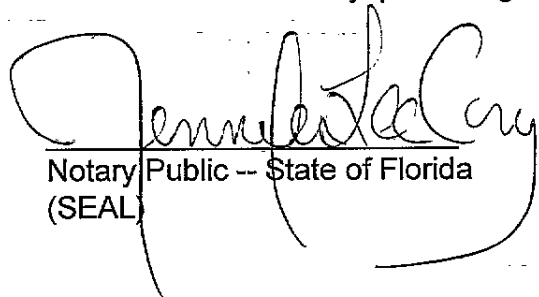
Dr. Ali M. Dakkak
Organizer

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to (or affirmed) and subscribed before me this 19th day of November 1998, by Dr. Ali M. Dakkak, who identified himself to me by producing a valid passport.



JENNIFER LEE CORY
My Commission CC430676
Expires Jan. 02, 1999
Bonded by NFNU
800-224-6368



Notary Public -- State of Florida
(SEAL)

Exhibit A

Member Contributions for the Florida Limited Liability Company known as
Biomate Holdings, LLC

<u>Member's Name</u>	<u>Percentage Ownership</u>	<u>Capital Contribution</u>
Dr. Ali M. Dakkak	10%	US\$2,500.00
Mohammed Ali Dakkak	10%	US\$2,500.00
Hamad M. Al-Mosa	40%	US\$10,000.00
Waleed A.S. Al -Ibrahim	40%	US\$10,000.00

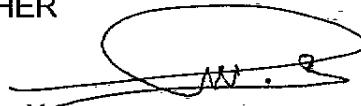
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member as a member of Biomate Holdings, LLC, deposes and says:

1. The above named Limited Liability Company has four (4) members.
2. The total amount of cash contributed by the members to date is US \$25,000.00.
3. The agreed value of property other than cash contributed by members is US \$NONE.
4. The total amount of cash or property anticipated to be contributed by members is US \$25,000.00.

THE AFFIANT SAYS NOTHING FURTHER

Dated: November 19, 1998

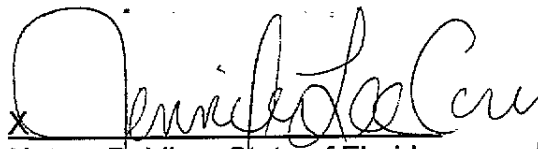

X
Dr. Ali M. Dakkak

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to (or affirmed) and subscribed before me this 19th day of November, 1998,
by Dr. Ali M. Dakkak, who identified himself by producing a valid passport.



JENNIFER LEE CORY
My Commission CC430878
Expires Jan. 02, 1999
Bonded by NFNU
800-224-8368


X
Notary Public -- State of Florida
(SEAL)

CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT
FOR
BIOMATE HOLDINGS, LLC

Pursuant to Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

That BIOMATE HOLDINGS, LLC desires to be qualified to do business under the laws of the State of Florida, with its principal place of business at 5301 Conroy Road, Suite 140, Orlando, FL 32811, and has appointed Paul Camp Lane as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Limited Liability Company at the address designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping the said office open.

x 

Paul Camp Lane
Registered Agent
Attorney at Law

November 30, 1998