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AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 11, 1999

ORDER TIME : 10:58 AM

ORDER NO. : 131712-005

CUSTOMER NO: 150991A

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CUSTOMER: Todd W. Fennell, Esq
GOULD COOKSEY FENNELL O'NEILL
GOULD COOKSEY FENNELL O'NEILL
979 Beachland Boulevard

Vero Beach, FL 32963

DOMESTIC FILING

NAME: BIOZONE SCIENTIFIC, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

L99-770

Name	JJ-21
Availability	
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Examiner	
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12 FEB 11 1999
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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I -- NAME

The name of the Limited Liability Company is **BIOZONE SCIENTIFIC, L.L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

**1180 - 19th Street
Vero Beach, Florida 32960**

ARTICLE III -- DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV -- MANAGEMENT

The Limited Liability Company shall be managed initially by two (2) Managing Members. The names and addresses of the initial Managing Members are as follows:

**John R. Garrett
1180 - 19th Street
Vero Beach, FL 32960**

**Barry Wood
1180 - 19th Street
Vero Beach, FL 32960**

The Managing Members shall be elected annually by the Members in the manner prescribed by the regulations as set forth in the Operating Agreement for this Limited Liability Company.

ARTICLE V -- ADMISSION OF ADDITIONAL MEMBERS

The Limited Liability Company shall, with the Managing Members' consent, have the right to admit additional Members upon a vote of a majority of the Members.

ARTICLE VI -- MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining Members of the Limited Liability Company shall have the right to elect 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 Limited Liability Company, by a vote of a majority in interest of the remaining Members.

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ARTICLE VII - POWER TO AMEND REGULATIONS

The power to adopt, alter, amend or repeal regulations as set forth in the Operating Agreement of the Limited Liability Company shall be vested solely in the Managing Members.

ARTICLE VIII -- EFFECTIVE DATE

These Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, the undersigned as a Managing Member has affixed his signature this 10th day February, 1999.

Jordan Sennel
Laurel Kage
Witnesses as to John R. Garrett

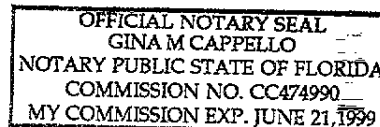
John R. Garrett
JOHN R. GARRETT, Managing Member

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared JOHN R. GARRETT to me known to be the individual described in, and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed by hand and official seal at Vero Beach, said County and State aforesaid, this 10th day of February, 1999.

Gina M. Cappello
Notary Public, State of Florida. My
commission expires:



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BIOZONE SCIENTIFIC, L.L.C.
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member of BIOZONE SCIENTIFIC, L.L.C. certifies:

1. The above-named Limited Liability Company has at least one (1) Member; and
2. The total amount of cash contributed by the Member(s) is One Hundred and no/100 Dollars (\$100.00); and
4. The total amount of cash and property contributed and anticipated to be contributed by Member(s) is Two Hundred Thousand and no/100 Dollars (\$200,000.00).


JOHN R. GARRETT, Managing Member

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BIOZONE SCIENTIFIC, L.L.C.
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE

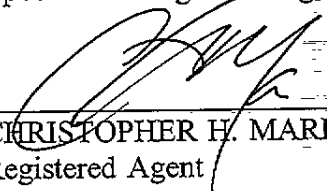
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is BIOZONE SCIENTIFIC, L.L.C.
2. The name and the Florida street address of the registered agent is:

Christopher H. Marine, Esquire
979 Beachland Boulevard
Vero Beach, Florida 32963

ACCEPTANCE OF REGISTERED AGENT

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.



CHRISTOPHER H. MARINE,
Registered Agent

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