

NO6000005680

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

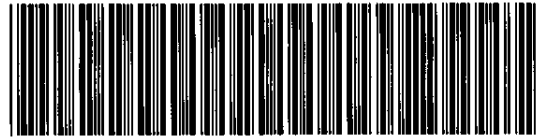
(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
06 MAY 25 AM 9:44

05/30/06--01045--002 **78.75

RECEIVED
06 APR 11 PM 12:39
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MD 5/26

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

City/St/Zip

850-222-2785

Phone #

PLEASE DEBIT
ACCOUNT #
0721 00000 307

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- BIOINNOVATOR, INC.

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 12, 2006

ATTORNEY'S TITLE

SUBJECT: BIOLNNOVATOR INC.
Ref. Number: W06000017412

Should BE "I"

We have received your document for BIOLNNOVATOR INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 806A00024793

RECEIVED
06 MAY 25 PM 12:25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Articles of Incorporation

of

Biolnnovator Inc.

A Florida corporation not for profit

The undersigned Incorporator, competent to contract, hereby organizes and incorporates a business not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY 25 AM 11:24

Article I - Name

The name of the Corporation shall be Biolnnovator Inc.

Article II - Purpose

The Corporation is organized exclusively for research and charitable, educational and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code or a corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, educational and charitable purposes, within the meaning of Section 501(c) (3) of Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more purposes, and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, educational or animal cruelty prevention organizations which would then qualify under the provisions of Section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or corresponding section of any future federal tax code or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

Article III - Members

The qualifications for members and the manner of their admission shall be regulated by the B-laws.

Article IV - Terms of Existence

This Corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Articles or upon the date of receipt by the Secretary of State if not received by said office within five days of said acknowledgment.

Article V - Address

The principal office of the Corporation shall be 372-3 Prestwick Circle, Palm Beach Gardens, Palm Beach County, Florida. The Board of Directors, may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

Article VI - Director(s)

The Corporation shall have not less than two (2) Directors. The number of Directors shall be determined by the Members at their annual meeting and elected at the annual meeting.

Article VII - Initial Director(s)

The following are the name(s) and address(es) of the first Board of Directors who shall hold office until their successor(s) is/are elected:

MARGARET LAMANNA

**372-3 Prestwick Circle
Palm Beach Gardens, FI 33418**

A. DONNY STROSBERG

**372-3 Prestwick Circle
Palm Beach Gardens, FI 33418**

Article VIII - Incorporator(s)

The following name and address of the Incorporator(s) is as follows:

JAMES A. CIOFFI

**250 Tequesta Drive, #200
Tequesta, FI 33469**

Article IX - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 250 Tequesta Drive, Suite 200, Tequesta, Florida 33469 and the name of the initial registered agent of this Corporation at that address is James A. Cioffi.

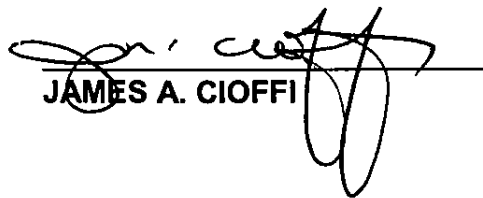
Article X - Amendment

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law and all rights conferred on Members herein are granted subject to this reservation.

Article XI - Powers

This Corporation shall have all of the corporate powers enumerated in section 617.0302 , Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue or tax code) or by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue or tax code).

IN WITNESS WHEREOF, I, the undersigned Incorporator, have hereunto set my hand and seal this 12 day of April, 2006, for the purpose of forming this Corporation under the laws of the State of Florida and I hereby make and cause to be filed in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.


JAMES A. CIOFFI

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared JAMES A. CIOFFI, on April 12, 2006, and who is well known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same for the purposes therein expressed.


NOTARY PUBLIC
My Commission Expires:

(NOTARY SEAL)



**Certificate Designating Place of Business or
Domicile for the Service of Process within this State,**

**James A. Cioffi
250 Tequesta Drive, Suite 200
Tequesta, Florida 33469**

**In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
compliance with said Act:**

That Biolnnovator Inc. desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Palm Beach Gardens, County of Palm Beach, State of Florida, and has named James A. Cioffi at 250 Tequesta Drive, Suite 200, Tequesta, Florida 33469 as its agent to accept service of process within this State.

Acknowledgment by Designated Agent

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


James A. Cioffi

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY 25 AM 9:34**