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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**THE ENZYME RESEARCH ASSOCIATION OF AMERICA, INC.**

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December 2, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

THE FARR LAW FIRM

SUBJECT: THE ENZYME RESEARCH ASSOCIATION OF AMERICA, INC.  
REF: W08000053710

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with the electronic filing cover sheet.

An effective date may be added to the Articles of Incorporation if a 2009 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6879.

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November 26, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

THE FARR LAW FIRM

SUBJECT: THE ENZYME RESEARCH ASSOCIATION OF AMERICA, INC.  
REF: W08000053310

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2009 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White  
Regulatory Specialist II  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
THE ENZYME RESEARCH ASSOCIATION OF AMERICA, INC.**  
A Florida Not-For-Profit Corporation

The undersigned person, acting as incorporator of a corporation not-for-profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of this corporation is **THE ENZYME RESEARCH ASSOCIATION OF AMERICA, INC.**, a Florida not-for-profit corporation.

**ARTICLE II**

The address of the principle office of the corporation and its mailing address is:

752 Tamiami Trail  
Port Charlotte, FL 33953

**ARTICLE III**  
**DURATION**

This corporation shall have perpetual duration.

**ARTICLE IV**  
**PURPOSES**

This corporation is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not 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.

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**ARTICLE V**  
**POWERS**

This corporation shall have the power to do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation, including, but not limited to, power to perform contracts for any lawful purpose, to engage in various funding and fund raising activities, and to acquire, hold, operate, maintain, and lease real and personal property to effectuate its purposes.

**ARTICLE VI**  
**MEMBERS**

This corporation shall have no members.

**ARTICLE VII**  
**REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the corporation and name of its initial Registered Agent at such address is:

DAVID A. HOLMES  
99 Nesbit Street  
Punta Gorda, FL 33950

**ARTICLE VIII**  
**DIRECTORS**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by its Board of Directors. The number of Directors shall initially be three (3); provided, however, that additional Directors may added as provided by the By-Laws.

The names and residence addresses of the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Thomas G. Bohager	752 Tamiami Trail Port Charlotte, FL 33953
Gary D. Trimble	

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Dale Bagby

752 Tamiami Trail  
Port Charlotte, FL 33953

The above-named initial Directors shall remain as Directors of the Corporation until their death or resignation. The method of election of Directors shall be as stated in the By-Laws.

#### ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

DAVID A. HOLMES  
99 Nesbit Street  
Punta Gorda, FL 33950

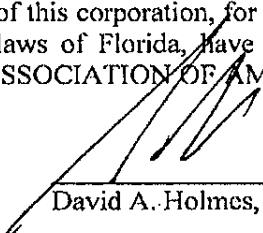
#### ARTICLE X DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the Directors. Notwithstanding the Directors power to amend these Articles of Incorporation, the initial Directors shall remain directors until their death or resignation.

The undersigned, being the incorporator of this corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation of THE ENZYME RESEARCH ASSOCIATION OF AMERICA, INC. incorporated on this 25 day of November, 2008.

  
\_\_\_\_\_  
David A. Holmes, Incorporator

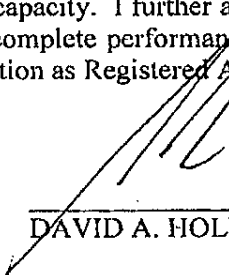
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ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in that 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.

  
\_\_\_\_\_  
DAVID A. HOLMES

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