

**BRASHEAR & ASSOCIATES, P.L.**  
*C o u n s e l o r s   A t   L a w*

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Gainesville, FL 32601  
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August 24, 1999

BRUCE BRASHEAR  
THOMPkins W. WHITE  
AMY SINELLI

**N99000005178**

Secretary of State  
Division of Corporations  
Non-Profit Section  
P. O. Box 6327  
Tallahassee, FL 32301

**100002970671--S**  
-08/26/99--01028--016  
\*\*\*122.50 \*\*\*\*\*78.75

RE: BioSecure, Inc.  
(Corporation Not for Profit)

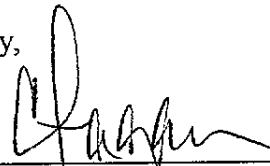
Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced not-for-profit corporation, as well as our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Registered Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,



Carrie Fagan, Legal Assistant  
to Bruce Brashear, Esq.

**FILED**  
**99 AUG 26 PM 3:38**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Enclosures

**TS8/30/99**

**ARTICLES OF INCORPORATION OF  
BIOSECURE, INC.  
A FLORIDA NONPROFIT CORPORATION**

99 AUG 26 PM 3:38  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE. NAME**

The name of this corporation is BioSecure, Inc.

**ARTICLE TWO. STATEMENT OF CORPORATE NATURE**

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

**ARTICLE THREE. GENERAL AND SPECIFIC PURPOSES**

The specific and primary purpose for which this corporation is formed is to operate for the advancement of science, and particularly for conducting research for the safety of foods and water.

**ARTICLE FOUR. TERM**

This corporation shall have a perpetual existence.

**ARTICLE FIVE. MEMBERSHIP**

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

## **ARTICLE SIX. SUBSCRIBERS**

The names and residence addresses of the subscribers of this corporation are as follows:

Mark L. Tamplin  
425 N.W. 91<sup>st</sup> Street  
Gainesville, FL 32607

Debbie M. Tamplin  
425 N.W. 91<sup>st</sup> Street  
Gainesville, FL 32607

Jerzy Lukasik  
3330 N. W. 25<sup>th</sup> Avenue  
Gainesville, FL 32605

## **ARTICLE SEVEN. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT**

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Alachua.

(b) The name and address of this corporation's registered agent is Mark L. Tamplin, 425 N.W. 91<sup>st</sup> Street, Gainesville, FL 32607.

## **ARTICLE EIGHT. MANAGEMENT OF CORPORATE AFFAIRS**

(a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be three (3) provided, however, that such number may be changed by a bylaw duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on August 30, 1999, at 5:00 PM at 425 N.W. 91<sup>st</sup> Street, Gainesville, FL, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be

held at 425 N.W. 91<sup>st</sup> Street, Gainesville, FL on the 30<sup>th</sup> day of August of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

Mark L. Tamplin  
425 N.W. 91<sup>st</sup> Street  
Gainesville, FL 32607

Debbie M. Tamplin  
425 N.W. 91<sup>st</sup> Street  
Gainesville, FL 32607

Jerzy Lukasik  
3330 N. W. 25<sup>th</sup> Avenue  
Gainesville, FL 32605

(b) Corporate Officers. The board of trustees shall elect the following officers: president, vice president and treasurer-secretary, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

President

Mark L. Tamplin  
425 N.W. 91<sup>st</sup> Street  
Gainesville, FL 32607

Vice President

Jerzy Lukasik  
3330 N. W. 25<sup>th</sup> Avenue  
Gainesville, FL 32605

Secretary-Treasurer

Debbie M. Tamplin  
425 N.W. 91<sup>st</sup> Street  
Gainesville, FL 32607

#### **ARTICLE NINE. BYLAWS**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

#### **ARTICLE TEN. DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### **ARTICLE ELEVEN. DISTRIBUTION OF ASSETS**

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 nonprofit fund, foundation, or corporation which is organized and operated exclusively for scientific purposes.

#### **ARTICLE TWELVE. AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be purposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on July 18, 1999.

  
MARK L. TAMPLIN

  
DEBBIE M. TAMPLIN

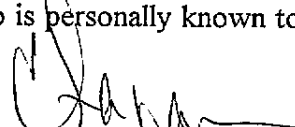
  
JERZY LUKASIK

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 18 day of July 1999, by MARK L. TAMPLIN who is personally known to me and who did (did not) take an oath.



Carrie P. Fagan  
MY COMMISSION # CC607298 EXPIRES  
January 8, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public, State at Large

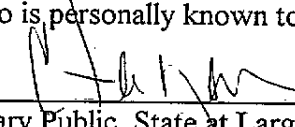
Printed Name  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 18 day of July 1999, by DEBBIE L. TAMPLIN who is personally known to me and who did (did not) take an oath.



Carrie P. Fagan  
MY COMMISSION # CC607298 EXPIRES  
January 8, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public, State at Large

Printed Name  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 18 day of Aug, 1999, by JERZY LUKASIK who is personally known to me or who has produced Florida Driver's License No. H222 H2071 D220 as identification and who did (did not) take an oath.



Carrie P. Fagan  
MY COMMISSION # CC607298 EXPIRES  
January 8, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

[Signature]  
Notary Public, State at Large

Printed Name

My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of BIOSECURE, INC. which is contained in the foregoing Articles of Incorporation.

DATED this 18 day of August, 1999.

[Signature]  
MARK L. TAMPLIN  
Registered Agent

FILED  
99 AUG 26 PM 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA