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LETTER OF TRANSMITTAL

To: Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

2000 MAR 13 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Re: **M J I BIOCHEMICAL** *Company, Inc.*

Gentlemen;

Enclosed please find the original and one copy of the Articles of Incorporation for **M J I BIOCHEMICAL**, together with my check for \$ 70.00.
Company, Inc.

This represents the cost of the Filing Fees, and the fee for Registered Agent Designation for the above named Corporation.

Sincerely,

M J I BIOCHEMICAL *Company, Inc*
JAMES K POTTER
PO 76997
TAMPA, FL 33675
813 989-0865

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*****70.00 *****70.00

W-5191



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 25, 2000

JAMES K POTTER
PO BOX 76997
TAMPA, FL 33675

SUBJECT: M J I BIOCHEMICAL COMPANY, INC.
Ref. Number: W00000005191

We have received your document for M J I BIOCHEMICAL COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 800A00010215

ARTICLES OF INCORPORATION

of
M J I BIOCHEMICAL COMPANY, INC

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

M J I BIOCHEMICAL COMPANY, INC

ARTICLE II DURATION

This corporation shall exist perpetually unless dissolved according to the Laws of the State of Florida.

ARTICLE III PURPOSE

The corporation is hereby organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue 100 shares of Common Stock which shall be designated "Common Shares".

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The principal office address shall be:

424 DUNEDIN CIRCLE
TEMPLE TERRACE, FL 33617

The mailing address (if different from the above-stated) shall be:

The name and street address of the Initial Registered Agent of this corporation is:

JAMES K POTTER
424 Dunedin Circle
Temple Terrace, FL 33617

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation are as follows:

Susan Potter, President
424 Dunedin Circle
Tampa, FL 33617
James K Potter, Vice President & CEO
424 Dunedin Circle
Tampa, FL 33675

ARTICLE VII INCORPORATORS

The name(s) and address(es) of the incorporator(s) signing these Articles of Incorporation are as follows:

Susan Potter, President
424 Dunedin Circle
Tampa, FL 33617
James K Potter, Vice President & CEO
424 Dunedin Circle
Tampa, FL 33675

IN WITNESS WHEREOF, under penalty of perjury, the undersigned subscriber(s) have executed these Articles of Incorporation this 14 day of February

19

2000

Susan Potter

Signature

James K Potter

Signature

Signature

Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT
OF

M J I BIOCHEMICAL COMPANY, INC

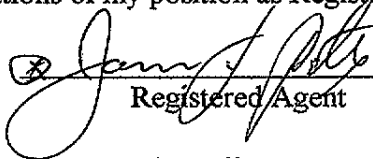
Pursuant to the provisions of section 607.0501 or 617.0501 Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

The name and address of the of the Registered Agent and Office is as stated immediately below:

Mr. James K. Potter
424 dunedin circle
Temple Terrace, FL 33617

ACKNOWLEDGEMENT

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, JAMES K POTTER, hereby accept the appointment as Registered Agent and agree to act in this capacity. I, JAMES K POTTER, 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.


Registered Agent

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