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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

neoQuoin, inc.

Certificate of Status	1
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FAX NO.

P. 02



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 28, 2000

CLIFFORD M. KING

SUBJECT: NEOQUOIN, INC.  
REF: W00000011211

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.

ARTICLE 7 THERE ARE TWO DIFFERENT SUITE NUMBERS.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
neoQuoin, inc.

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00 APR 28 PM 12:32  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

neoQuoin, inc.

2. Principal Office. The principal office of the Corporation is:

6743 Ashley Court  
Sarasota, Florida 34241

3. Mailing Address. The mailing address of the Corporation is:

6743 Ashley Court  
Sarasota, Florida 34241

4. Authorized Shares. The Corporation is authorized to issue 80,000,000 shares of Class A Common stock having a par value of \$.001 per share and 20,000,000 shares of Class B Common stock having a par value of \$.001 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares. Except as provided in Article 5, the Class A Common stock and the Class B Common stock shall be identical in all respects and shall have equal rights and privileges.

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5. Voting Rights. The holders of Class A Common stock shall be entitled to cast one vote per share held by them at all meetings of shareholders of the Corporation. The holders of Class B Common stock shall be entitled to cast ten votes per share held by them at all meetings of shareholders of the Corporation.

6. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend, or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

7. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:


Clifford M. King  
Suite 303  
2033 Main Street  
Sarasota, Florida 34237

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.

8. Incorporator. The name and address of the incorporator of the Corporation is:

Clifford M. King  
Suite 303  
2033 Main Street  
Sarasota, Florida 34237

Dated this 27th day of April, 2000.

  
\_\_\_\_\_  
Clifford M. King  
Incorporator and Registered Agent

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00 APR 28 PM 12:32  
STATE OF FLORIDA  
TALLAHASSEE