

KLEIN & NOTO

Attorneys at Law

1551 Forum Place • Suite 400B
West Palm Beach, Florida 33401

Telephone: (561) 478-1566

Facsimile: (561) 478-9931

Stuart L. Klein, P.A.

Also Admitted in New York & Ohio

E-mail: kleinslaw@aol.com

Michael A. Noto, P.A.

Also Admitted in New York

E-mail: bigdogatty@aol.com

May 18, 2000

Secretary of State
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32301

100003260721--8
-05/19/00--01135--020
*****78.75 *****78.75

Re: **BioRealization, Inc.**

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation and a Certificate Designating Registered Agent and Registered Office for BioRealization, Inc.

Also enclosed is a check in the amount of \$78.75 in payment of the following:

Filing Fee.....	\$ 35.00
Registered Agent Fee.....	\$ 35.00
Certified Copy of the Articles	\$ 8.75

Total:

\$ 78.75

Please file the enclosed Articles of Incorporation. In addition, please certify the enclosed photocopy of the Articles of Incorporation.

Thank you for your time and attention to this matter. Should you have any questions or concerns regarding the enclosed, please do not hesitate to contact me.

Very truly yours,

Judith A. Persin

Certified Legal Assistant

Real Estate Specialist

Certified Florida Legal Assistant

Enclosures

cc: Michael A. Noto, Esquire

FILED
MAY 19 9 35
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

OG
5-25-00
4

**ARTICLES OF INCORPORATION
OF
BioRealization, Inc.**

FILED
00 MAY 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the Corporation is BioRealization, Inc.

SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

THIRD: This Corporation is authorized to issue 10,000,000 shares of common stock, par value \$.10 per share.

FOURTH: The street address of the initial registered office of this Corporation is 905 NW 11th Avenue, Plantation, Florida 33324 and the name of the initial registered agent of this Corporation at that address is John Kaelblein.

FIFTH: The street address of the principal office of the Corporation is 905 NW 11th Avenue, Plantation, Florida 33324.

SIXTH: This Corporation shall have two (2) Directors initially and the number of Directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are the following:

John Kaelblein, 905 NW 11th Avenue, Plantation, Florida 33324

Peter Mincieli, 905 NW 11th Avenue, Plantation, Florida 33324

SEVENTH: The name and address of the incorporator of this Corporation is John Kaelblein, 905 NW 11th Avenue, Plantation, Florida 33324.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of


By:

)

1) SS:

)

(Seal)



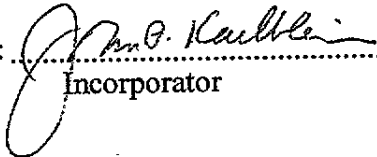
JUDITH A. PERSIN
 MY COMMISSION # CC 595263
 EXPIRES: November 15, 2000
 Bonded Thru Notary Public Underwriters

Notary Public, State of Florida
Print Name: _____

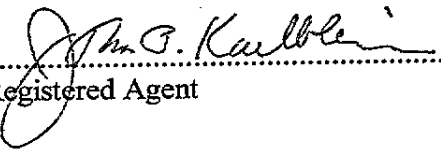
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

BioRealization, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated 905 NW 111th Avenue, Plantation, Florida 33324 as its initial Registered Office and has named John Kaelblein, located at that address as its initial Registered Agent.

By: 
Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.


Registered Agent

FILED
00 MAY 19 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA