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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 17, 2001

State of Florida
Secretary of State,
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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*****78.75 *****78.75

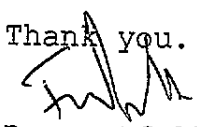
Re: Proposed Corporation: Boca Bio Venture, Inc.

Dear Sir/Madam:

I have enclosed the Articles of Incorporation and Certificate of Registered Agent in regard to the above entity along with a check for filing fees in the amount of \$78.75.

I have also included a copy of the Articles and a self-addressed stamped envelope for return of a copy of the filed Articles. Once the original Articles have been filed, please return the conformed copy in the envelope provided.

Thank you.


Respectfully submitted,

FRANK LINET
as Incorporator

EMK:se

Enc: as noted

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CERTIFICATE OF INCORPORATION

-of-

BOCA BIO VENTURE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I.

The name of this corporation shall be: BOCA BIO VENTURE, INC.

ARTICLE II.

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV.

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI.

The initial street address of the principal office of the corporation shall be:

220 NORTHEAST 30TH STREET
POMPANO BEACH, FLORIDA 33064

ARTICLE VII.

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII.

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

FRANK LINET

220 NORTHEAST 30TH STREET
POMPANO BEACH, FLORIDA 33064

TERRY TAVIS

220 NORTHEAST 30TH STREET
POMPANO BEACH, FLORIDA 33064

ARTICLE IX.

The names and street addresses of the persons signing these Articles of Incorporation as subscriber are as follows:

FRANK LINET

220 NORTHEAST 30TH STREET
POMPANO BEACH, FLORIDA 33064

ARTICLE X.

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

STATE OF FLORIDA)
COUNTY OF BROWARD)

IN WITNESS WHEREOF, the undersigned, Frank R. Linet, a natural person who is competent to contract and (CHECK ONE) _____ is personally known to me ✓ produced a Florida Driver's License # LS30-276-S7-140-0 and (CHECK ONE) ✓ took an

oath sworn did not take an oath, and who hereunto subscribed to
the foregoing Articles of incorporation and set his hand and seal
this 17 day of August, 2001.

Franklin
FRANKLIN

Erika L. Watkins

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Erika L. Watkins
My Commission DD033397
Expires June 12, 2005

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT Boca Bio Venture, Inc.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 220 NE 30th Street
Pompano Beach FL 33064
(Business Address, City and State)

HAS NAMED Evan M. Kleiman
(Name of Registered Agent)

LOCATED AT 901 S. Federal Hwy #300
Ft. Lauderdale FL 33316
(Street Address and Number Of Building) **EVAN M. KLEIMAN, P.A.**
ATTORNEY AT LAW
SUITE 300
901 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316
Post Office Box Addresses ARE NOT Acceptable)

CITY OF _____, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
(City)
OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]
(Corporate Officer)

TITLE President

DATE 8-16-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE [Signature]
(REGISTERED AGENT)

DATE 8-16-01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32311

(NOTE: There is a filing fee of \$3.00 for this certificate)