

**P01000092465**

**Florida Department of State**  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

**((H01000101418 1)))**

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**  
Division of Corporations  
Fax Number : (850)205-0381

**From:**  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 SEP 21 AM 9:34

**FLORIDA PROFIT CORPORATION OR P.A.**

**BIOTEX USA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

② H 01000101418

**CERTIFICATE OF INCORPORATION**  
**OF**

**BIOTEX USA, INC**

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation is BIOTEX USA, INC.

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

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**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

**ARTICLE IV**

**INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than \$100.00.

**ARTICLE V**

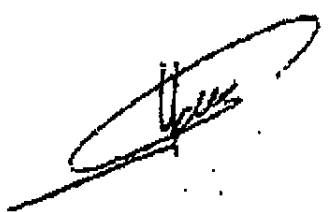
H 01000101418

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

Prepared By:  
Paul Franson  
9050 Pines Blvd, Ste 450  
Miami FL 33024  
(954) 450-9906

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 SEP 21 AM 9:34



**ARTICLE VI****ADDRESS**

The initial office address of the principal office of this corporation in the State of Florida 6065 NW 167<sup>th</sup> Street, Miami, FL 33015. The Board of Directors may from time to time move the principal office to another address in Florida.

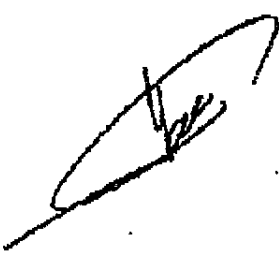
**ARTICLE VII****DIRECTORS**

This corporation shall have not less than one director; however, the number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

**ARTICLE VIII****INITIAL DIRECTORS AND OFFICERS**

The names and post office addresses of the members of the first Board of Directors and the initial corporate officers is:

Office	Name	Address
President/Treasurer	Marcio Gomes	6065 NW 167th Street, #B-19 Miami, FL 33015
Vice-President/Secretary	Patrick Petit	6065 NW 167th Street, #B-19 Miami, FL 33015



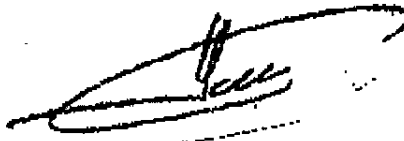
**ARTICLE IX****SUBSCRIBER**

The name and post office address of the subscriber of these articles of incorporation, the number of shares of stock that he agrees to take and the value of the consideration therefore is:

Name	Address	Shares	Consideration
Marcio Gomes	6065 NW 167th Street, #B-19 Miami, FL 33015	50%	\$50
Patrick Petit	6065 NW 167th Street, #B-19 Miami, FL 33015	50%	\$50

**ARTICLE X****AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation made.



**ARTICLE XI****REGISTERED OFFICE AND REGISTERED AGENT**

That BIOTEX USA, INC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Miami, the County of Dade, State of Florida, hereby designates Marcio Gomes, as registered agent, to accept services within the State. The registered office of the corporation shall be 6065 NW 167th Street, #B-19, Miami, FL 33015.

**ARTICLE XII****INCORPORATOR**

The name and street address of the incorporator is:

NAME

Patrick Petit

ADDRESS

6065 NW 167th Street, #B-19  
Miami, FL 33015


WITNESS the hand and seal of the incorporator in Dade County, State of Florida, this \_\_\_\_ day of August 2001.

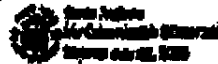
  
Patrick Petit

STATE OF FLORIDA )  
 ) S.S.  
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, that Marcio Gomes who is personally known to me/who presented the following identification \_\_\_\_\_, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and seal at, Dade County, Florida this \_\_\_\_ day of August 2001.

  
\_\_\_\_\_  
Notary Public



My Commission Expires \_\_\_\_\_

**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 48.091, Florida Statutes, the following is submitted:

FIRST: That BIOTEX USA, INC desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named Marcio Gomes, as its Agent to accept service of process within Florida.

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

Marcio Gomes 

Date: August 30, 2001

H 01000101418

**CERTIFICATE OF DESIGNATION  
REGISTERED OFFICE/REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is BIOTEX USA, INC
2. The name and address of the registered agent and office is:

Marcio Gomes  
6065 NW 167th Street, #B-19  
Miami, FL 33015

  
\_\_\_\_\_  
Marcio Gomes

Date: August 30, 2001

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

H 01000101418

  
\_\_\_\_\_  
Marcio Gomes

Date: August 20, 2001

01 SEP 21 AM 9:34

I-LLU  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS