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Florida Department of State

Division of Corporations

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Division of Corporations
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From:

Account Name : STANLEY A. GOLDSMITH, ATTORNEY AT LAW
Account Number : I20000000069
Phone : (941) 955-4990
Fax Number : (941) 955-4997

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

GERM SHIELD, INC.

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4/26

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ARTICLES OF INCORPORATION
of
GERM SHIELD, INC.

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TALLAHASSEE, FLORIDA

FIRST:

The name of the Corporation shall be GERM SHIELD, INC. The principal mailing address of the Corporation is 1605 Main Street, Suite 1001, Sarasota, FL 34236.

SECOND:

The purposes for which the Corporation is formed are any and all lawful purposes for which a corporation may be formed pursuant to the laws of the State of Florida and the United States.

THIRD:

The Corporation shall be authorized and empowered to issue TEN THOUSAND (10,000) shares of common stock.

FOURTH:

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation.

FIFTH:

The mailing address of the Registered Office of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SIXTH:

The Registered Agent for the Corporation shall be:

STANLEY A. GOLDSMITH
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SEVENTH:

To the Incorporator of GERM SHIELD, INC.:

I understand my obligations as your Registered Agent and hereby accept appointment as your Registered Agent in accordance with F.S. 48.091.

4/25/02
Date


STANLEY A. GOLDSMITH

((H02000103725 6))

EIGHTH:

The initial Board of Directors of the Corporation shall consist of FOUR (4) members:

Stanley A. Goldsmith
1605 Main Street, Suite 1001
Sarasota, Florida 34236

James A. Elliott
4445 Greenfield Avenue
Sarasota, Florida 34233

Susan A. Riles
64 Lake Latimer Drive
Kennesaw, GA 30144

Steven Miley, M.D.
1455 East Venice Avenue, Ste. 211
Venice, FL 34293

NINETH:

The Incorporator of GERM SHIELD, INC., who by his signature hereby acknowledges the adoption of these Articles of Incorporation, is:


Stanley A. Goldsmith
1605 Main Street, Suite 1001
Sarasota, Florida 34236

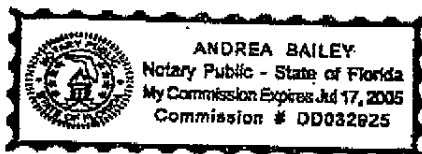
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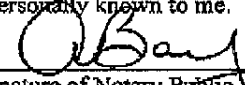
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STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

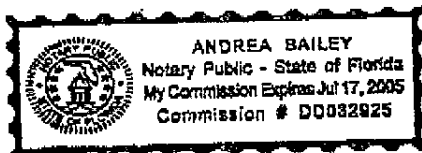
The foregoing Articles of Incorporation of GERM SHIELD, INC., were acknowledged before me this 25th day of April 2002 by Stanley A. Goldsmith as Registered Agent. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.




Signature of Notary Public

Print Name of Notary Public
I am a Notary Public of the State of _____, and my commission expires on _____

The foregoing Articles of Incorporation of GERM SHIELD, INC., were acknowledged before me this 25th day of April 2002 by Stanley A. Goldsmith, as Incorporator. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.




Signature of Notary Public

Print Name of Notary Public
I am a Notary Public of the State of _____, and my commission expires on _____