

NEOGEN TECHNOLOGIES, INC.

5353 N.W. 35TH Avenue, Ft. Lauderdale, FL 33309 Tel. 954 739-4972, Fax. 954 739-2779

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

P02000055095

SUBJECT: NEOGEN TECHNOLOGIES, INC.

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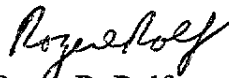
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed are an original and one (1) copy of the articles of incorporation for the above referenced corporation. Also enclosed is a check in the amount of for \$78.75 covering the filing fee and a certified copy.

If you have any questions, please feel free to contact me at the above address and phone. Thank you in advance for your cooperation in this matter.

Very truly yours,



Roger D. Rolf
Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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RECEIVED MAY 17

ARTICLES OF INCORPORATION
OF
NEOGEN TECHNOLOGIES, INC.

Article I.

NAME

The name of this corporation is: NEOGEN TECHNOLOGIES, INC.

Article II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is:

5353 Northwest 35th Avenue
Fort Lauderdale, FL 33309

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Article III.

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of the filing of these articles.

Article IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

Article V.

CAPITAL STOCK

This corporation shall be authorized to issue Common Stock. The par value and authorized issue of such classes of stock are as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	No Par	5,000 Shares

Article VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Roger Rolf; 5353 Northwest 35th Avenue, Fort Lauderdale, Florida 33309. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of 607.0501, Florida Statutes.

Article VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have six (6) directors initially. The number of directors may be either increased or decreased from time to time as provided in the BYLAWS, but shall never be less than three (3). The names and addresses of all of the directors of this corporation and who have signed these articles are:

1. Abbey Daniels – President & CEO
1818 Northwest 126th Way
Coral Springs, FL 33071
2. John Biggie – Vice President
3041 Northeast 48th Street
Lighthouse Point, FL 33064
3. Lydia Biggie – Vice President
3041 Northeast 48th Street
Lighthouse Point, FL 33064
4. Jacquetta Plotkin a/k/a Jackie Edwards – Vice President
18284 104th Terrace South
Boca Raton, FL 33498
5. John Dawson M.D. – Vice President
Box 189, 644 Shrewsbury Common Avenue
Shrewsbury, PA 17361
6. Roger Rolf – Secretary & Treasurer
1741 Northwest 95th Avenue
Plantation, FL 33322

Article VIII.

Dividends

The directors may declare and pay dividends upon the common Shares to the holders of record.

Article IX.

Rights Upon Liquidation or Dissolution

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Article X.

Voting Rights

Except as otherwise provided by Law, the entire power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Article XI.

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII.

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XIII.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders holding voting stock of the corporation.

Article XIV.

Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF the undersigned executes these Articles of Incorporation this 13th day of March, 2002.



Roger Rolf/ Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **NEOGEN TECHNOLOGIES, INC.**, at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: Roger Rolf



Date: March 13, 2002

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