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June 20, 2002

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Bio Supports, Inc. Articles of Incorporation

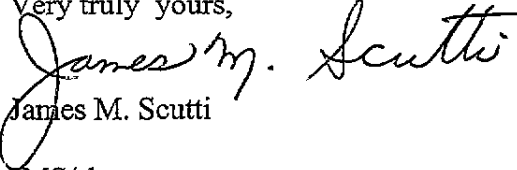
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation of Bio Supports, Inc. and a check for \$78.75. The check covers the cost of filing the Articles of Incorporation, the fee for Designation of and Acceptance by Registered Agent and return of a certified copy of the Articles.

Please send the certified copy to me at the above address.

Very truly yours,

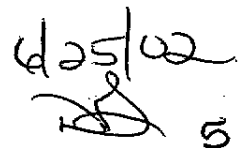
  
James M. Scutti

JMS/sk

Enclosures

cc: Michael F. Cox, Bio Supports, Inc.

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02 JUN 24 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6/25/02  


**ARTICLES OF INCORPORATION  
OF  
BIO SUPPORTS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

Article I - Name

The name of this corporation is Bio Supports, Inc.

Article II - Principal Office and Mailing Address

The principal office and mailing address of the corporation is 10138 Lexington Estates Boulevard, Boca Raton, Florida 33428.

Article III - Authorized Shares

The maximum number of shares of capital stock which the corporation shall have the authority to issue and have outstanding at any one time shall be 150,000,000, which are to be divided into two classes, as follows:

- (a) 100,000,000 shares of common stock with no par value; and
- (b) 50,000,000 shares of preferred stock with no par value. The preferred stock may be issued from time to time, with such designations, preferences, participating, optional or other rights, qualifications, limitations or restrictions to be stated and expressed in the resolution or resolutions providing for the issuance of the preferred stock adopted by the Board of Directors pursuant to the authority given in this paragraph.

Article IV - Registered Office and Agent

The name and street address of the registered agent and office of this corporation is Wilma Cox, 10138 Lexington Estates Boulevard, Boca Raton, Florida 33428.

Article V - Incorporator

The name and address of the Incorporator is Wilma Cox, 10138 Lexington Estates Boulevard, Boca Raton, Florida 33428.

#### Article VI – Initial Board of Directors

The corporation shall have three directors initially. The number of directors may be increased or decreased by the bylaws but shall never be less than one. The name and addresses of the initial directors are as follows: Michael F. Cox, 10138 Lexington Estates Blvd., Boca Raton, Florida 33428; Wilma Cox, 10138 Lexington Estates Blvd., Boca Raton, Florida 33428; and Philip E. Riebman, 7380 South Oriole Blvd., Delray Beach, Florida 33446.

#### Article VII - Purpose

The purpose of this corporation is to transact any and all lawful business.

#### Article VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

#### Article IX - Indemnification

The corporation shall indemnify its officers, directors and authorized agents or any former officer, director or authorized agent, for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida Law existing now or hereinafter enacted.

#### Article X - Affiliated Transactions

This corporation expressly elects not to be governed by Section 607.0901, Florida Statutes, the affiliated transactions provisions of the Florida Business Corporations Act.

#### Article XI - Control Share Acquisitions

This corporation expressly elects not to be governed by Section 607.0902, Florida Statutes, the control share acquisition provisions of the Florida Business Corporations Act.

Article XII - Effective Date

The corporation shall commence on the date of execution and acknowledgement of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20<sup>th</sup> day of June, 2002.

  
\_\_\_\_\_  
Wilma Cox, Incorporator

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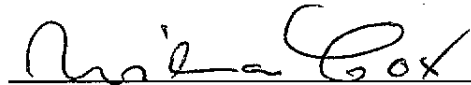
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 Bio Supports, Inc.
2. The name and address of the registered agent is: Wilma Cox



Wilma Cox, Incorporator  
10138 Lexington Estates Blvd.  
Boca Raton, Florida 33428

Date: June 20, 2002

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.



Wilma Cox

Date: June 20, 2002