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McClosky, D'Anna,
Ioannou & Dieterle, LLP

GREGG W. McCLOSKEY
RONALD E. D'ANNA
MICHAEL J. IOANNOU
GORDON A. DIETERLE

2300 GLADES ROAD
SUITE 400, EAST TOWER
BOCA RATON, FLORIDA 33431
TELEPHONE 561/368-9200
FACSIMILE 561/395-7050
E-mail: admin@mdidattorneys.com
www.mccloskydanna.com

MALCOLM H. KAHL
OF COUNSEL

DAVID J. PASCUZZI
JOHN IOANNOU, JR.
RICHARD W. BASSETT
JOSEPH W. GELLI

August 7, 2002

Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

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Re: Bioclear Environmental Technologies, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation, and one (1) copy of the Certificate of Designation of Registered Agent/Registered Office along with this Firm's check in the amount of \$78.75, representing the filing fee, made payable to the Florida Department of State with respect to the above-referenced corporation. Please return the file stamped, certified copy of the Articles of Incorporation to the undersigned counsel in the enclosed, self-addressed, stamped envelope at your earliest convenience.

Should you have any questions, please do not hesitate to contact me. Thank you for your kind attention to this matter.

Very truly yours,

McCLOSKEY, D'ANNA, IOANNOU & DIETERLE, LLP


Ronald E. D'Anna

FILED
2002 AUG 12 PM 2:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RED:MAS
Enclosures

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8/14/02

**ARTICLES OF INCORPORATION
FOR
BIOCLEAR ENVIRONMENTAL TECHNOLOGIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

BIOCLEAR ENVIRONMENTAL TECHNOLOGIES, INC. (hereinafter referred to as the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

300 South Pine Island Road
Suite 239
Plantation, FL 33324

and mailing address of this corporation shall be:

P.O. Box 17524
Plantation, FL 33318

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

1000 Shares Of Common Stock

ARTICLE IV - REGISTERED AGENT

The name and address of the initial registered agent is:

Ronald E. D'Anna, Esquire
McClosky, D'Anna, Ioannou & Dieterle LLP
2300 Glades Road, Suite 400 East Tower
Boca Raton, Florida 33431

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Ronald E. D'Anna, Esquire
McClosky, D'Anna, Ioannou & Dieterle LLP
2300 Glades Road, Suite 400 East Tower
Boca Raton, Florida 33431

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1). The name and title of the persons who is to serve as member of the initial board of directors are:

1. Mark Gregory - Director

ARTICLE VIII OFFICERS

This corporation shall have three (3) officers, initially. The names, addresses and positions of the initial officers are:

1. Mark Gregory - President
8263 El Paso Drive, Lake Worth, FL 33467
2. Mark Gregory - Secretary
8263 El Paso Drive, Lake Worth, FL 33467
3. Mark Gregory - Treasurer
8263 El Paso Drive, Lake Worth, FL 33467

ARTICLE IX NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7 day of August, 2002.



Ronald E. D'Anna, Incorporator

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

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation,
BIOCLEAR ENVIRONMENTAL TECHNOLOGIES, INC., organized under the laws of the State
of Florida, submits the following statement in designating the Registered Agent/Registered Office,
in the State of Florida.

The name and address of the Registered Agent/Registered Office is:

Ronald E. D'Anna, Esquire
McClosky, D'Anna, Ioannou & Dieterle LLP
2300 Glades Road, Suite 400 East Tower
Boca Raton, Florida 33431

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.

Dated: August 7, 2002.



Ronald E. D'Anna, Esquire