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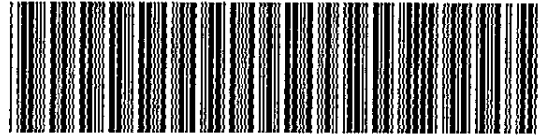
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W03-24673



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08/27/03--01033--005 **87.50

EFFECTIVE DATE

12-4-03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC -4 PM 5:51

FILED

12/9



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 29, 2003

BETTY CURRY JOHNSON
4044 ROBERTS POINT ROAD
SARASOTA, FL 34242

SUBJECT: BIORESOURCES INC
Ref. Number: W03000024673

We have received your document for BIORESOURCES INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 703A00048679

TRANSMITTAL LETTER

Mailing Address:

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

Street Address:

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32309

SUBJECT: BioResources, Inc.

Attn: Marsha Thomas

Enclosed are an original and two (2) copies of the Articles of Incorporation.

A check for \$87.50 was filed with an application to authorize BioResources, Inc. to transact business in Florida as a foreign corporation and is on file in your office (see ref # W03000024673). As we discussed on Monday, this application was filed in error and should be discarded and replaced with the attached application for incorporation in Florida. Please apply the check you are holding toward the fee due for this application. Thank you.

All correspondence concerning this matter should be sent to:

**Betty Curry Johnson
BioResource, Inc.
4044 Roberts Point Road
Sarasota, FL 34242
(941) 346-9464**

The check on file is to be used for: *Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)*

Articles of Incorporation
BIORESOURCES, INC.

EFFECTIVE DATE
12-4-03

FILED
03 DEC -4 PM 5:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME:

The name of this corporation is BioResources, Inc. ("BRI") and it shall be formed as an corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE II PRINCIPAL OFFICE:

The mailing and street address of BRI's principal office is 4044 Roberts Point Road, Sarasota, Florida 34242.

ARTICLE III PURPOSE:

BRI is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a corporation organized under the laws of Florida.

ARTICLE IV EFFECTIVE DATE:

The effective date of incorporation is the 1st day of December, 2003.

ARTICLE IV SHARES:

The designation of each class of shares, the authorized number of shares of each such class, and the par value (if any) of each share thereof, are as follows:

1000 Common Shares, No Par Value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS:

The name(s), address(es) and specific titles(s) of BRI's officers and/or directors are as follows:

Officer & Director:	Wayne G. Johnson	Betty Curry Johnson
Mailing address:	4044 Roberts Point Road Sarasota, Florida 34242	4044 Roberts Point Road Sarasota, Florida 34242
Title:	Chief Executive Officer	President

ARTICLE VI REGISTERED AGENT:

The name(s) and address(es) of BRI's registered agent is:

Name: **Betty Curry Johnson**
4044 Roberts Point Road
Sarasota, Florida 34242

ARTICLE VII INCORPORATOR:

The name and address of BRI's Incorporator is:

Name: **Betty Curry Johnson**
4044 Roberts Point Road
Sarasota, Florida 34242

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Betty Curry Johnson
Signature/Registered Agent

Dec 1, 2003
Date

Betty Curry Johnson
Signature/Incorporator

Dec 1, 2003
Date