

12/24/2004

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Div of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.
BIOTICA LABORATORIES, INC.

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ARTICLES OF INCORPORATION

OF

BIOTICA LABORATORIES, INC.

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is **BIOTICA LABORATORIES, INC.**, and its principal office or mailing address is 519 Cleveland Street, Suite 101, Clearwater, Florida 33755.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares at no par value.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 311 South Missouri Avenue, Clearwater, Florida 33756, and the name of the Registered Agent is GARY W. LYONS.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two (2) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall

Prepared By:
McFarland, Gould, Lyons,
Sullivan & Hogan, P.A.
Gary W. Lyons, Esq.
FBN: 0268186
311 S. Missouri Avenue
Clearwater, FL 33756
(727) 461-1111

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never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
HAKAN JOHANSSON	519 Cleveland Street Suite 101 Clearwater, Florida 33755
GABRIELA JOHANSSON	519 Cleveland Street Suite 101 Clearwater, Florida 33755

ARTICLE 7: INITIAL OFFICERS

President:	HAKAN JOHANSSON
Vice President:	GABRIELA JOHANSSON
Secretary:	GABRIELA JOHANSSON
Treasurer:	GABRIELA JOHANSSON

ARTICLE 8: INCORPORATOR

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
HAKAN JOHANSSON	519 Cleveland Street Suite 101 Clearwater, Florida 33755

ARTICLE 9: CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE 10: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any

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