

P05000091371

(Requestor's Name)

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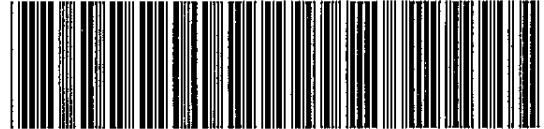
(Business Entity Name)

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06/21/05--01050--009 **78.75

SECRETARY OF STATE
MAIL ANSWERED 06/21/05

05 JUN 21 PM 2:36

FILED

EFFECTIVE DATE
June 23, 2005

06/21/05 11:09

FILED

W05-30683

MD
12/27

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

The Subtech Corp.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- ☒ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 22, 2005

CAPITAL CONNECTION

SUBJECT: THE SUBTECH CORP.
Ref. Number: W05000030683

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

We have received your document for THE SUBTECH CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 805A00042746

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
05 JUN 24 AM 11:46
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
JUNE 23, 2005

ARTICLES OF INCORPORATION
OF
THE SUBTECH CORP.

FILE
05 JUN 21 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **THE SUBTECH CORP.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose and nature of the business to be transacted by this corporation is biomedical research as well as:

(a) To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, develop and be erected on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporations; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise use and operate real estate of all kinds improved, or any right or interest therein.

(b) To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.

(c) To carry on in any capacity any business or trade deemed legal in the state of Florida.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and to engage in the same or other character of business.

(f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any character of business legal in the State of Florida.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this Corporation shall begin business is \$1000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at:

1115 East Ocean Blvd.
Stuart, FL 34996

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1115 East Ocean Boulevard
Stuart, Florida 34996

The name of the initial registered agent of this corporation at that address is:

J.D. Lewis III, Esq.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **SUBTECH CORP.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City

of Stuart, County of Martin, has named J.D. Lewis III, Esq. located at 1115 E. Ocean Boulevard, Stuart, Florida 34996, Martin County as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agreed to comply with the provisions of said Act relative to keeping open said office.


RESIDENT AGENT

ARTICLE VIII - DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

DAVID SANCHEZ - President
1989 SE Hamby Avenue
Port St. Lucie, FL 34952

J.D. LEWIS, III, ESQ. - Secretary/Treasurer
1115 E. Ocean Blvd
Stuart, FL 34966

ARTICLE X - SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is as follows:

DAVID SANCHEZ - President
1989 SE Hamby Avenue
Port St. Lucie, FL 34952

05 JUN 1 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective on June 23, 2005, (this date will be considered effective if Articles are filed within five (5) days of the date with the Secretary of State).

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

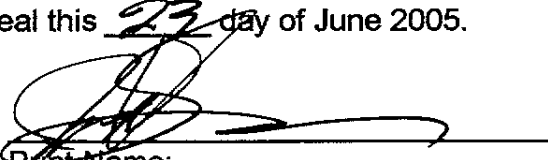
IN WITNESS WHEREOF, We have hereunto set our hands and seals, and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20th day of June, 2005.


DAVID SANCHEZ

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned, personally appeared DAVID SANCHEZ and _____ who are personally known to me, and who executed the foregoing and state that they have read and are familiar with the contents of the foregoing and the same is true and correct to the best of their knowledge.

WITNESS my hand and official seal this 23 day of June 2005.


Print Name:
Notary Public, State of Florida
My Commission Expires:
Commission Number:
(SEAL)

