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2005 DEC 22 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

100-63157 - stamp on DEC 22 2005

## COVER LETTER

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

SUBJECT: Amenni, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Joan Fagan Teich

Name (Printed or typed)

Geltner & Associates, P.C., 10 E Street, S.E.

Address

Washington D.C. 20003

City, State & Zip

202-547-1136

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

GELTNER & ASSOCIATES, P. C.  
ATTORNEYS AT LAW  
TEN E STREET, S.E.  
WASHINGTON, D.C. 20003-2611  
202-547-1136 TEL. / 202-547-1138 FAX.  
EMAIL: J.TEICH@GMAIL.COM

JOAN F. TEICH, ESQ \*

November 30, 2005


Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Sir or Madam,

Enclosed for filing are articles of incorporation for Amenni, Inc. and a check for the filing fee and a certified copy. The principals of this new corporation are the same as those involved in two other entities using the name Amenni in the Florida database and they are all undergoing a reorganization at this time. Amenni LLC, set up by member Patrick Lochrie earlier in 2005 is to be dissolved once the new corporation is effective. I submitted the papers for a Maryland company f/k/a BioCeutics, Inc. and n/k/a Amenni, Inc. to be qualified to do business in Florida. I have already filed papers in Maryland to change that corporation's name back to BioCeutics, Inc. and as soon as they are effective I will amend the Florida filing. Based on the foregoing, there is no potential for confusion or conflict of interest among the names that would prevent incorporation of the Florida corporation, which will ultimately be the only surviving Amenni entity.

Please feel free to call me if you have any questions or require additional information since we would like to get the filing accomplished as expeditiously as possible. I would appreciate it if you would send the filed copies to my office using federal express - our number is #1243-7936-9. Thank you for your assistance.

Very truly yours,

  
Joan Fagan Teich

GELTNER & ASSOCIATES, P. C.  
ATTORNEYS AT LAW  
TEN E STREET, S.E.  
WASHINGTON, D.C. 20003-2611  
202-547-1136 TEL. / 202-547-1138 FAX.  
EMAIL: J.TEICH@GMAIL.COM

JOAN F. TEICH, ESQ \*

December 13, 2005

Ms. Tammy Hampton  
Florida Dept. of State  
Division of Corporations – New Filing Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Letter No. 305A00070279

Dear Ms. Hampton,

The enclosed documents are submitted to address the reason for rejection and re-file Amenni Inc. articles of incorporation rejected in the above letter due to the existence of the foreign corporation with the same name. These were related entities and I am now filing the amendment of the MD corporation's name to BioCeutics, Inc. (for filing first!) and the articles of incorporation for re-filing thereafter. Also enclosed are articles of dissolution for the FL limited liability company Amenni, LLC. I would appreciate it if you would ensure that each of these document packages goes to the proper section(s) for filing in order so that Amenni, Inc. (FL) can be incorporated as quickly as is possible.

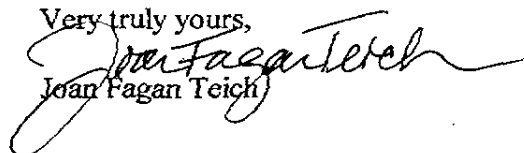
FIRST FILING: Amendment to Foreign Corporation Amenni, Inc.'s Authorization to do Business --- cover sheet, amendment form and MD certified articles of amendment are enclosed with filing fee for \$35 and an extra copy to stamp.

SECOND FILING: Dissolution of Florida limited liability company Amenni, LLC. Cover sheet, dissolution form and \$25 filing fee are enclosed with extra copy to stamp.

THIRD FILING: Articles of Incorporation to form Florida corporation Amenni, Inc. Cover sheet, articles of incorporation and extra copies enclosed; filing fee was retained from initial filing. (If these can be filed immediately after the foreign corporation amendment, please do so; we want to get an effective date as soon as possible)

Please call if you have any questions and send all stamped or certified copies to me at the above address by federal express using our acct # 1243-7936-9. Thank you very much.

Very truly yours,

  
Joan Fagan Teich



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 5, 2005

JOAN FAGAN TEICH  
GELTNER & ASSOCIATES, PA  
10 E STREET SE  
WASHINGTON, FL 20003

SUBJECT: AMENNI, INC.  
Ref. Number: W05000053457

RECEIVED  
05 DEC 22 AM 11:58  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32314

We have received your document for AMENNI, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is F03000005324 (AMENNI, INC.).

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6855.

Tammy Hampton  
Document Specialist  
New Filing Section

Letter Number: 305A00070279

## ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

### **ARTICLE I NAME**

The name of the corporation shall be:

Amenni, Inc.

**FILED**

2005 DEC 22 PM 1:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

110 Broward Blvd., Suite 1700  
Ft. Lauderdale, FL 33301

### **ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

To engage in any lawful acts or activities for which corporations may be organized.

### **ARTICLE IV SHARES**

The number of shares of stock is:  
twenty million (20,000,000)

### **ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s), address(es) and specific title(s):

### **ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

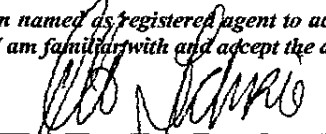
Patrick Lochrie, 110 Broward Blvd., Suite 1700, Ft. Lauderdale, FL 33301

### **ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

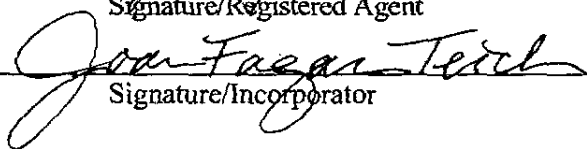
Joan Fagan Teich, Geltner & Associates, P.C., 10 E St. S.E., Washington D.C. 20003

\*\*\*\*\*  
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

  
\_\_\_\_\_  
Signature/Registered Agent

12/9/05

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

12/8/05

\_\_\_\_\_  
Date