

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BIO-SPORT USA SCIENTIFIC SOLUTIONS, INC.

(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

DORCAS G. TROCHE

(Contact Person)

RCG ACCOUNTING & ASSOCIATES INC.

(Firm/Company)

9000 SHERIDAN STREET SUITE 138

(Address)

PEMBROKE PINES, FL 33024

(City, State and Zip Code)

For further information concerning this matter, please call:

DORCAS G. TROCHE at (954) 862-2222 EXT 3

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

\$105.00 Filing Fees

\$113.75 Filing Fees
and Certificate of
Status

\$113.75 Filing Fees
and Certified Copy

\$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

BIO-SPORT USA SCIENTIFIC SOLUTIONS, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on 07/ 6/2007
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:


4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

BIO-SPORT USA SCIENTIFIC SOLUTIONS, INC.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 29 day of FEBRUARY, 2008.

Signature: 
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: MEGUEL ESTEVES Title: PRESIDENT

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 17 AM 10:23

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:

BIO-SPORT USA SCIENTIFIC SOLUTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

12555 BISCAYNE BLVD SUITE 710
N MIAMI, FL 33181

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL PURPOSE

ARTICLE IV SHARES

The number of shares of stock is:

100 @ \$1 PAR VALUE

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

P
MIGUEL ESTEVES
3334 SW 173 TERRACE
MIRAMAR, FL 33029

ARTICLE VI REGISTERED AGENT

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

DEBORAH RIOS, EA
RCG ACCOUNTING & ASSOCIATES, INC
9000 SHERIDAN STREET, SUITE 138
PEMBROKE PINES, FL 33024

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ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

DORCAS G. TROCHE
RCG ACCOUNTING & ASSOCIATES, INC.
9000 SHERIDAN STREET SUITE 138
PEMBROKE PINES, FL 33024

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

Debrah Ross
Signature/Registered Agent

2/29/08
Date

Dorcas Troche
Signature/Incorporator

2/29/2008
Date

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