

PI0000077596

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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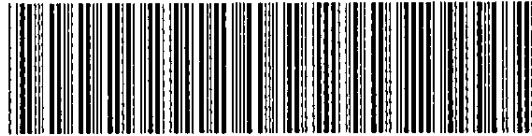
(Business Entity Name)

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01-48-6
2010

CAPITAL CONNECTION, INC.

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

QUESTWARE BIOTECHNOLOGIES, INC.

Signature _____

Requested by: SETH

09/23/10 3:00

Name

Date

Time

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
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____ RA Resignation _____
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____ Annual Report / Reinstatement _____
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____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
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____ Driving Record _____
____ UCC 1 or 3 File _____
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Questware Biotechnologies, Inc.

ARTICLE I NAME & PLACE OF BUSINESS

The name of the Corporation is **Questware Biotechnologies, Inc.** The principal place of business and mailing address of the corporation shall be as follows: **15476 NW 77th Court suite # 202, Miami Lakes, FL 33016**

ARTICLE II TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III PERMITTED ACTIVITY

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be 1000 shares of voting common stock , having an individual par value of \$ 0.01.

ARTICLE V PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe, purchase, or otherwise acquire such shares.

ARTICLE VI REGISTERED OFFICE AND AGENT

The initial Registered office of the Corporation is **15476 NW 77th Court suite # 202, Miami Lakes, FL 33016.**

The initial Registered Agent at that address is **Marjorie Cassia Fonseca**

ARTICLE VII DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one member, the exact number to be determined from time in accordance with the By-Laws and any Shareholders Agreement in effect.

The name and address of the member of the first Board of Directors who shall serve until the first annual meeting of shareholders or until his successors is elected and qualified shall be:

NAME(S)

Marjorie Cassia Fonseca, Pres. / Secretary
Marcelo Sodre da Costa, V. Pres. / Treasurer

ARTICLE VIII INCORPORATOR


The name and address of the incorporator is: **Marjorie Cassia Fonseca, 15476 NW 77th Court suite 202, Miami Lakes, FL 33015.**

ARTICLE IX INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such director, officer or employee shall be adjudged in any claim action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13th day of September, 2010.


Incorporator

Pursuant to Section 607.034, Florida Statutes, having been named to accept service of process at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Chapter 49.091, Florida Statutes, relative to keeping open said office. I am familiar with, and accept the obligations of, Section 607.325, Florida Statutes.


Registered Agent