

P95000002733

1340 Bonnett Drive
Longwood, FL 32750
January 3, 1995

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

EFFECTIVE DATE
1-2-95

ATTN: Ms. Both Registrar

RE: Incorporation of LIFE-YGEN, INC.

200001380552
-01/13/95--01057--034
****122.50 ****122.50

Dear Ms. Registrar:

Enclosed are the Articles of Incorporation of LIFE-YGEN, INC., the
Certificate of Designation for Registered Agent/Registered Office,
and a check for the fee of \$122.50. If you need further information
concerning the incorporation papers, please call me at 407-831-5021.

Sincerely,

Charles G. Williams
Charles G. Williams

not principal office

no name

RECEIVED
JAN 10 1995

FILED
95 JAN -9 PM 12 24
SECRETARY OF STATE
TALLAHASSEE FL 32314

Smith
AUTHORIZATION BY PHONE TO
CORRECT *and V*
DATE *1/11/95*
DOC. EXAM. *CGW/ow*

EFFECTIVE DATE -
1-2-95

**ARTICLES OF INCORPORATION OF
LIFE-YGEN, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is LIFE-YGEN, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing the 2nd day of January 1995.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock, each having \$1.00 par value, which shall be designated common shares.

ARTICLE V - PRINCIPAL OFFICE ADDRESS

The initial address of the registered office of this corporation is 1340 Bennett Drive, Longwood, Florida 32750 and the name of the initial registered agent of this corporation at that address is Charles G. Williams. The principal office is the same as the registered office.

ARTICLE VI - DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time by the by-laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Charles G. Williams 155 Wisteria Drive, Longwood, FL 32779

Ola R. Williams 155 Wisteria Drive, Longwood, FL 32779

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - SUBSCRIBERS

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which he agrees to take is as follows:

Charles G. Williams 100 shares

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - DIRECTORS' COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this corporation.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

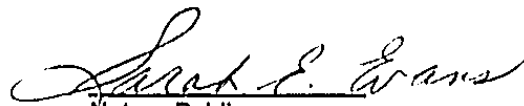

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 2nd of January, 1995.


Charles G. Williams

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 2nd day of January, 1995, by Charles G. Williams, who is personally known to me or who has produced KNOWN TO ME as identification and who did (did not) take an oath.


Notary Public
Commission No. CC 241180
 OFFICIAL SEAL
SARAH E. EVANS
My Commission Expires
Nov. 8, 1996
Comm. No. CC 241180

(Name of Notary typed, printed, or
stamped)

(SEAL)

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CERTIFICATE OF DESIGNATION SECRETARY OF STATE
REGISTERED AGENT/REGISTERED OFFICE PALM BEACH, FLORIDA

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: LIFE-YGEN, INC.
2. The name and address of the registered agent is: Charles G. Williams, 1340 Bennett Drive, Longwood, Florida 32750


Charles G. Williams

Title: President

Date: January 2, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Charles G. Williams

DATE: January 2, 1995