

P95000041743

TRANSMITTAL LETTER

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 3:59

SUBJECT: EXOGENIX, INC.
(Proposed corporate name - must include suffix)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Allen D. Seevers
Name (printed or typed)

1008 Cameo Crest Lane
Address

Valrico, Florida, 33594
City, State & Zip

(813) 621-1891
Daytime Telephone number

500001497125
-05/23/95--01113--010
*****78.75 *****78.75

AS 5/26/95

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

ARTICLES OF INCORPORATION
OF
EXOGENIX, INC.

FILED
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The undersigned Incorporator(s) subscribing to these Articles of Incorporation, being competent to contract, hereby form(s) a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: Exogenix, Inc., and its initial mailing address and the initial address of the Corporation's principal office shall be: 1008 Cameo Crest Lane, Valrico, Florida, 33594.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum shares of stock that this Corporation is authorized to have outstanding at any one time shall be ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE IV

The name of the initial Registered Agent is Allen D. Seevers and the street address of the initial registered office of this Corporation is 1008 Cameo Crest Lane, Valrico, Florida, 33594. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE V

The name and address of each Incorporator of this Corporation is:

Allen D. Seevers
1008 Cameo Crest Lane
Valrico, Florida 33594

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Articles of Incorporation
Exogonix, Inc.

ARTICLE VI

To the fullest extent permitted by Chapters 607 and 617 of the Florida Statutes (hereinafter referred to as the "statutes"), as the same may be from time to time amended, but subject to all restrictions set forth therein, the Corporation shall indemnify, hold harmless, and advance expenses to, as defined in the statutes, any person, his or her heirs, personal representative, executor, administrator or guardian who was or is a party to any proceeding, as defined in the statutes, by reason of the fact that he or she is or was a director or officer of the Corporation, against liability as defined in the statutes, expenses as defined in the statutes, and amounts paid in settlement incurred in connection with such proceeding, including any appeal thereof. This indemnification article shall specifically not apply to persons or entities who are or were employees or agents of the Corporation, but who are not or were not directors or officers of the Corporation.

ARTICLE VII

This Corporation is to exist perpetually.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State.

The undersigned Incorporator has executed these Articles of Incorporation this 22nd day of May, 1995.



Allen D. Seevers, Incorporator (seal)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE** 95 MAY 23 PM 3:59

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: EXOGENIX, Inc.

2. The name and address of the registered agent and office is:

Allen D. Seevers
(NAME)

1008 Cameo Crest Lane
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Valrico, Florida 33594
(CITY/STATE/ZIP)

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.


(SIGNATURE)

May 22, 1995
(DATE)