

08/07/95 10:18

NO. 500 P002/007

P9500060785

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REGISTERED AGENT, \$35.00  
CERTIFIED COPY, \$0.00  
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8/07/95

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TYPE, EFIL01

CORPORATE NAME, BIO SENTIENS, INC.

SUB-ACCOUNT NUMBER,  
METHOD OF DELIVERY, F  
FAX PHONE NUMBER, (407) 658-3052  
MAILING NAME/ADDRESS, GUNSTER, YORKLEY & STEWART, P.A.  
777 B FLAGLER DR  
PHILLIPS POINT SUITE 500E  
WEST PALM BEACH

FL 33401-6184

CERTIFICATE(S) REQUESTED, NO  
ESTIMATED CHARGES, \$70.00

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400 EAST GAINES STREET WEST PALM BEACH FL 33401-6184  
TALLAHASSEE, FL 32389  
FAX, (804) 922-4000 CONTACT, SHERI J MILLER  
PHONE, (407) 650-0658  
FAX, (407) 658-3052

(((H9500000643))) DOCUMENT TYPE, FLORIDA PROFIT CORPORATION OR P.A.  
NAME, BIO SENTIENS, INC.

FAX AUDIT NUMBER, H9500000643  
DATE REQUESTED, 08/07/1995  
CERTIFIED COPIES, 0  
NUMBER OF PAGES, 5  
ESTIMATED CHARGE, \$70.00  
CURRENT STATUS, REQUESTED  
TIME REQUESTED, 13.06.35  
CERTIFICATE OF STATUS, 0  
METHOD OF DELIVERY, FAX  
ACCOUNT NUMBER, 07011700420

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08/07/93

15:17

NO. 500

P001/007

**GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.**

ATTORNEYS AT LAW  
PHILLIPS POINT, SUITE 500 EAST  
777 SOUTH FLAGLER DRIVE  
WEST PALM BEACH, FLORIDA 33401-6194  
P.O. BOX 4587  
WEST PALM BEACH, FLORIDA 33402-4587

TELEPHONE (407) 633-1980  
FAX (407) 633-3677

OTHER OFFICES IN:  
STUART, FL. (407) 288-1980  
FORT LAUDERDALE, FL (305) 462-2100

**FAX TRANSMITTAL FORM**

DATE: August 7, 1993  
TO: FL Division of Corporations  
FIRM: Department of State  
CITY, STATE: Tallahassee, FL  
FAX #: 904-922-4000  
PHONE #: 904-487-6926  
FROM: Rose Carbone, Legal Assistant Ext: 726  
ORIGINALS TO FOLLOW: No

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NO. 200

PO03/007

## ARTICLES OF INCORPORATION

OF

BIO SENTIELS, INC.

### Article I

#### Name

The name of the corporation is BIO SENTIELS, INC.

### Article II

#### Duration

The corporation shall have a perpetual existence.

### Article III

#### Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

### Article IV

#### Address

The principal place of business of this corporation shall be:

4120 A Palm Bay Circle  
West Palm Beach, Florida 33406

The mailing address of this corporation shall be:

c/o Ms. Susan L. Ramus  
4120 A Palm Bay Circle  
West Palm Beach, Florida 33406

### Article V

#### Capital Stock

The corporation is authorized to issue one thousand (1,000) shares of one cent (\$.01) par value per share common stock.

Michael V. Mitrione, Esq. (Fl Bar No. 0294551  
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.  
777 South Flagler Dr., Suite 500 E  
West Palm Beach, FL 33401  
(407) 655-1980

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## Article VI

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 777 S. Flagler Drive, Suite 500E, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at the address is Gunster, Yoakley, Valdes-Fauli & Stewart, P.A. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

## Article VII

### Initial Board of Directors

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is listed below:

Susan L. Ramus      4120 A Palm Bay Circle  
West Palm Beach, Florida 33406

## Article VIII

### Incorporator

The name and address of the person signing these Articles is:

Michael V. Mitrione      777 South Flagler Drive, Suite 500 East  
West Palm Beach, Florida 33402

## Article IX

### Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

## Article X

### Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

## Article XI

### Amendment

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The 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 shareholder(s) is subject to this reservation.

#### Article XII

##### Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

#### Article XIII

##### Beginning of Corporate Existence

The date when corporate existence shall begin shall be August 7, 1995.

  
Michael V. Mitrione

DATED: August 7, 1995

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08/07/95

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NO. 500 F007/007  
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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Bio Sentels, Inc., a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby state I am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

GUNSTER, YOAKLEY, VALDES-FAULI &  
STEWART, P.A.

By:



Michael V. Mitricne, Vice President

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