equestor's Nerros 890 S.W. 87 AVENUE, SUITE: 16 MIAMI, FLORIDA 33174 (305)552-5973 OFFICE USE ONLY (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE (904)385-6715 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if kno m): doite neclusion 5A. doc. (Corporation Name) (Document #) (Corporation Name) (Document #) 4. (Corporation Name) (Document #) Walk in Pick up time 2100 Certified Copy Mail out Will wait Certificate of Status Photocopy AMENDMENTS **NEW FILINGS** Profit Amendment NonProfit Resignation of R.A., Officer/Director Change of Registered Agent **Limited Liability** Dissolution/Withdrawal Domestication Other Merger W95-16342 REGISTRATION/ **OTHER FILINGS**

Examiner's Initials

QUALIFICATION

Limited Partnership

Reinstatement Trademark

Foreign

Other

Annual Report

Fictitious Name

CR2E031(10/92)

Name Reservation



FLORIDA DEPARTMENT OF STATE

August 14, 1995

Sandra B. Mortham Secretary of State

LAZARUS

MIAMI, FL

SUBJECT: BIOFER INTERNATIONAL, S.A., INC.

Ref. Number: W95000016342

We have received your document for BIOFER INTERNATIONAL, S.A., INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

THE PERSON LISTED AS INCORPORATOR IS NOT WHO SIGNED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey Corporate Specialist

Letter Number: 595A00038029

ARTICLES OF INCORPORATION OF BIOFER INTERNATIONAL, S.A., INC.

FIRST:

The name of this corporation is:

BIOFER INTERNATIONAL, S.A., INC.

SECOND:

The street address of the initial principal office of this corporation

is:

6741 Coral Way Miami, Florida 33145

THIRD:

The period of its duration shall be perpetual existence.

FOURTH:

The purpose is to engage in any activity and business permitted

under the laws of the United States of America and the State of Florida.

FIFTH:

The corporation shall have authority to issue 1000 shares of

common stock, with \$1.00 par value.

SIXTH:

The name and address of the initial registered agent of this

corporation is:

JOHN H. RUIZ 198 N.W. 37th Avenue Miami, Florida 33125

SEVENTH:

The number of directors constituting its initial Board of Directors is

(1), whose name and address is:

PRESIDENT:

VICE PRESIDENT:

SECRETARY:

ISRAEL SALABARRIA

ISRAEL SALABARRIA

CARLOS DAMIEN MORA

EIGHTH:

The name and address of the incorporator is:

JOHN H. RUIZ 6741 Coral Way Miami, Florida 33145 NINTH: Members of the Board of Directors may participate in any meetings of said Board by means of conference telephone as provided by law, and/or may take action by written consent as provided by law.

TENTH: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

<u>ELEVENTH</u>; The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

TWELFTH: The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

THIRTEENTH: The approval of the shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

<u>FOURTEENTH</u>: The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of August, 1995.

JOHN H. KUIZ, ESQUIRE

Acknowledgment of Registered Agent:

Having been named as Registered Agent to accept service of process as above,

I hereby accept to act in said capacity and agree to comply with the requirements of
law in said regard, including keeping open said office.

JOHN H. RUIZ, ESQUIRE

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FH 12:

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JOHN H. RUIZ, ESQUIRE, who is to me well known and known to me to be the person described in and who subscribed the above Articles of Incorporation and Acknowledgement of Registered Agent, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State this 8th day of August, 1995.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

