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FILINGS, INC. TERESA ROMAN	1	ACCONTACTOR ATTENDED TO A CONTRACTOR AT A CONTRACTOR A CONTRAC		
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2805 LITTLE DEAL ROAD				
(Aldrinu)				
TALLAHASSEE, FLORIDA 3230B	(904) 385-6735	OFFICE USE ONLY		
(City, State, 2ip)	(Phone #)			

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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2. (Corporat	on Name)	(Document #)			
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NEW FILINGS	AMENDMENTS			9 <b>6</b>	
2 0	Amendment				
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Other	Merger		10%	RECEIVED  96 JAN -8 PH 2: 49  DIVISION OF CORPORATION	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	789.50	12-672 565		
Annual Report	Foreign	1 W962-	<u>—</u> 565	•	
Fictitious Name	Limited Partnership	1			
Name Reservation	Reinstatement	-			
	Trademark	1			
	Other	1	Examine	r's Initials Q	
CR2E031(10/92)		j			



January 8, 1996

FILINGS, INC. 2805 LITTLE DEAL ROAD TALLAHASSEE, FL 32308

SUBJECT: US FINANCIAL SERVICES, CORP.

Ref. Number: W96000000565

We have received your document for US FINANCIAL SERVICES, CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 096A00000883



THE PROPERTY OF STATE OF STATE

96 JAN - 9 PH 3: 53

FLORIDA DEPARTMENT OF STATE Sandra B. Morthum Sucretary of State

Ducember 20, 1995

BRUCE G. KASSMAN, ESQ. 1111 LINCOLN ROAD MALL PENTHOUSE 802 MIAMI BEACH, FL 33139-2493

The name AGRI-BIO, INC. has been reserved for 120 days beginning December 20, 1995. The reservation number is F195000005738 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any logal advice. The Division does not adjudicate the legality of any corporate name or orbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name, United States Code, Federal Trademark Act, Section 1051 (Lonthom Act); Chapter 195, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

**Decky McKnight** 

Letter number: 505A00054773

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## ARTICLES OF INCORPORATION

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#### ARTICUE I - NAME

The name of this corporation is Agri-Bio, inc.

# ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: Suite 430
12555 Biscayne Blvd.
North Miami, Florida 33181

# ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$0.10 par value common stock which shall be designated as "Common Shares".

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors until the first annual meeting of office stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresss of the initial Directors are:

Nancy Goldfarb Suite 430, 12555 Biscayne Blvd. North Miami, Florida 33181 Robert Danziger Suite 430, 12555 Biscayne Blvd. North Miami, Florida 33181

#### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is: Filings, Inc., a Florida Corporation 3732 N.W. 16th Street

Fort Lauderdale, Florida 33311

## ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer Director, or any former Officer or Director, to the full extent permitted by law.

## ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: January 9, 1996

Filings, Inc. by Teresa Roman, Vice-President

Jugar Roman Incorporator

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Certificate designating place of business or domicle for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Agri-Bio, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: January 9, 1996

Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: January 9, 1996

Filings, Inc. by Teresa Roman, Vice-President

Sugar Roman