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AN OFFICE  
PAUL THIBADEAU  
SUITE 201  
324 ROYAL PALM WAY  
PALM BEACH, FLORIDA 33480

P.O. BOX 2202

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January 29, 1996

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

50000017038033  
-02/10/96--01055--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Biochem Technologies, Inc.  
File No. #3175

Dear Sir/Madam:

Enclosed herewith please find an original and a copy of the Articles of Incorporation and the Registered Agent Certificate in regard to the above-referenced corporation to be filed with the Secretary of State.

Also please find enclosed a check in the amount of \$122.50 to cover your filing fee and a certified copy of the Articles of Incorporation. Please return a certified copy of the Articles to me.

If you have any questions or need anything further, please do not hesitate to contact me.

I thank you in advance for your attention to this matter.

Sincerely yours,

Paul Thibadeau

PT:sjd  
Enclosure

Copy and return

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

BIOCHEM TECHNOLOGIES, INC.

ARTICLE I - NAME

The name of this corporation is BIOCHEM TECHNOLOGIES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be c/o Atlantic Filter Corporation, 3112 45th Street, West Palm Beach, FL 33407.

ARTICLE III - DURATION

The effective date of the existence of this corporation shall be the date these articles are executed by the incorporator and it shall exist perpetually thereafter.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of no par value non-assessable stock.

ARTICLE VI - AMENDMENTS

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

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 324 Royal Palm Way, Suite 201, Palm Beach, Florida 33480 and the name of the

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1-29-1996

registered agent of this corporation at that address is Paul Thibodeau.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be either increased or diminished 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: Ronald C. Kimmel, 301 N.E. 2nd Street, Belle Glade, Florida 33430; James F. Scherer, 11644 Landing Place, North Palm Beach, Florida 33408; James W. Wakem, II, 855 Country Club Drive, North Palm Beach, Florida 33408; Robert G. Baldrice, 11644 Landing Place, North Palm Beach, Florida 33408; and George S. Pollington, Jr., 2304 Oxford Court, Safety Harbor, Florida 34695.

#### ARTICLE IX - INCORPORATION

The name and address of the person signing these Articles of Incorporation is James W. Wakem, II, 855 Country Club Drive, North Palm Beach, Florida 33408

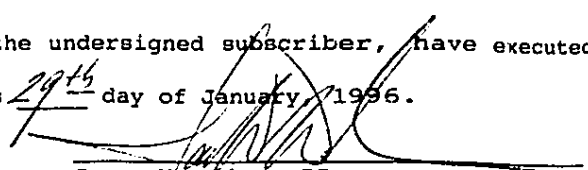
#### ARTICLE X - SHAREHOLDERS' MEETING

Except as may be otherwise in the By-Laws, any annual or other meeting of the shareholders may be held either within or without the State of Florida, and any shareholder may waive notice of any meeting either before, at, or after the meeting.

#### ARTICLE XI - INDEMNIFICATION

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

IN WITNESS WHEREOF, I, the undersigned subscriber, have executed these Articles of Incorporation, this 29th day of January, 1996.

  
James W. Wakem, II

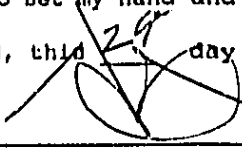
STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments, in the State and County aforesaid, personally appeared James W. Wakom, II, known to me to be the person who executed the foregoing Articles and he acknowledged to me that he executed the same for the purpose therein expressed, as her own free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County hereinbefore mentioned, this 29 day of January, 1996.

(NOTARY SEAL)

  
\_\_\_\_\_  
Notary Public - State of Florida  
at Large

NAME:

My commission expires:



PAUL THIBADEAU  
MY COMMISSION # CC460103 EXPIRES  
May 7, 1993  
BOULEVARD THRU TROY FARM INSURANCE, INC.

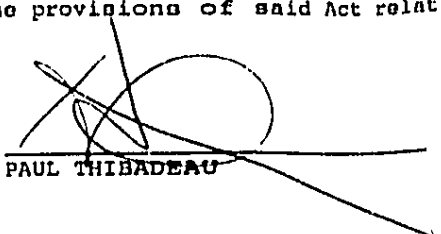
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAILING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That BIOCHEM TECHNOLOGIES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of West Palm Beach, County of Palm Beach, State of Florida, has named PAUL THIBADEAU, located at 324 Royal Palm Way, Suite 201, Palm Beach, Florida 33480, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
PAUL THIBADEAU

TALLAHASSEE, FLORIDA

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