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4-25-96 SERENA

Jennette E. Smith
Requestor's Name

6915 Red Road
Address

Coral Gables, FL 33143
City State ZIP Phone

666-6053

VALIDATION ONLY

FILED
96 APR 26 PM 12:11
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Dutton Manufacturing Corp

EMPIRE Toll Free: 1-800-432-3028

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|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
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Acknowledgment
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F. CHESSEY APR 26 1996

CERTIFIED COPY

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ARTICLES OF INCORPORATION
OF
DUTTON MANUFACTURING CORP.

ARTICLE I. CORPORATE NAME

The name of this corporation is: DUTTON Manufacturing Corp.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STRUCTURE

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.

B. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock.

C. The parent company in Peru, Biolene, S.A., will be issued 510 of these shares while the other 490 shares will be issued to Alejandro Gamboa, the current president of this Corporation.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing on the date that these articles are filed.

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TALLAHASSEE, FLORIDA

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

PRINCIPAL OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jeanette E. Smith, Esq.
6915 Rod Road, Ste. 220A
Coral Gables, FL 33143

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

The address of the Corporation's principal office will be:

3014 NW 79 Avenue
Miami, FL 33172

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have 3 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

Alejandro Gamboa
3014 NW 79 Avenue
Miami, FL 33172

Juan Gamboa Burgos
3014 NW 79 Avenue
Miami, FL 33172

Mariella Martinez de Gamboa
3014 NW 79 Avenue
Miami, FL 33172

The people named as initial directors shall hold office until their successors are elected or appointed and have qualified.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Jeanette E. Smith, Esq.
6915 Red Road, Ste. 220A
Coral Gables, FL 33143

ARTICLE IX. OFFICERS

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of Directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The names and addresses of the initial officers are:

President:	Alejandro Gamboa 3014 NW 79 Avenue Miami, FL 33172
Vice-President:	Mariella Martinez de Gamboa 3014 NW 79 Avenue Miami, FL 33172
Treasurer:	Alejandro Gamboa 3014 NW 79 Avenue Miami, FL 33172

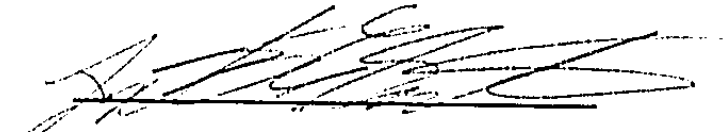
Secretary:

Mariolla Martinez de Gamboa
3014 NW 79 Avenue
Miami, FL 33172

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 25th day of April, 1996.



Incorporator

ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That DUITTON Manufacturing Corp., desiring to organize under the laws of the State of Florida, has named Jeanette E. Smith, located at, 6915 Red Road, Suite 220A, Coral Gables, Florida 33143 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative keeping the designated office open.


REGISTERED AGENT

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96 APR 26 PM 12:11
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA