# P9600052834 GODBOLD, DOWNING, SHEAHAN & BATTAGLIA

A PHOROMONAL ASSOCIATION ATTORNEYS AT LAW

OENE H. GODIIGED OHANT T. DOWNING MICHAEL J. MIEAHAN WILLIAM P. HAITAGLIA JOHN HOWELL HILL JANET M. LOWER ERR WEBT COMBTOCK AVENUE BUITE IOI WINTER PAHK, FLORIDA 3E789 PORT OFFICE HOR 1984
WINTEH PARK, FLORIDA 38700
TELEPHONE (407) 647-44IN
FACBIMILE (407) 647-8089

June 19, 1996

Department of State Divisions of Corporations P. O. Box 6327 Tallahassee, FL 32314 \$5000000167001957 -06/20/96--01095--014 +\*\*\*122.50

Enclosed are the following documents pursuant to the incorporation of Crotonia, Inc.:

- 1. The executed Articles of Incorporation of Crotonia, Inc.
- 2. A copy of the executed Articles of Incorporation to be certified and returned.
- 3. A check in the amount of \$122.50 to cover the following items:

EFFECTIVE DATE

Filing Fee \$ 35.00
Registered Agent Designation 35.00
Certified copy/Articles of Incorporation Total \$ 35.00
\$ 122.50

Thank you for your assistance in this matter. Should you have any questions or comments please contact me at the above number.

WPB/r enclosures

cc:

Dr. Ronald Ruepp w/o encls.

Yours very truly,

William P. Battaglia

96 JUN 20 PH 2:37

# ARTICLES OF INCORPORATION OF CROTONIA, INC.

SECA TALLACIA CONTRACTORION

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLET

Name

The name of the Corporation shall be Crotonia, Inc.

6-18-96 --

#### ARTICLEII

# Principal Office

The principal office of the Corporation is located at 2269 Lee Road, Winter Park, Florida 32789, and its mailing address is 2269 Lee Road, Winter Park, Florida 32789.

# ARTICLE III

# Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### **ARTICLE IV**

#### **Duration of the Corporation**

Existence of the Corporation shall commence on the later of the date of execution of these Articles of Incorporation or the date which is five (5) business days prior to the date these Articles of Incorporation have been filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

#### ARTICLE V

# Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

#### ARTICLE VI

# Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 2269 Lee Road, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be Anke Backer.

#### ARTICLE VII

# Initial Board of Directors

The initial Board of Directors shall consist of two persons. The names and addresses of the persons who shall serve as director of the Corporation until the first meeting of shareholders are:

Name Address

Florian von Meiss Usteristrasse 14 CH-8021 Zurich

Switzerland

Philippe Meyer Usteristrasse 14

CH-8021 Zurich Switzerland

# ARTICLE VIII

#### **Incorporator**

The name and address of the incorporator of the Corporation is:

Name Address

Anke Backer 2269 Lee Road

Winter Park, FL 32789

#### ARTICLEIX

# Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to nequire unissued or treasury shares of the Corporation as provided in <u>Florida Statutes</u> §607.0630.

Executed this /8kday of June, 1996.

Anke Bucker, Incorporator

# Acceptance of Registered Agent

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Anke Backer Registered Agent

Date: June 18, 1996

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