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ACCOUNT NO. : 072100000032

REFERENCE : 305361 2352A

AUTHORIZATION :

*Patricia Pyjette*

COST LIMIT : \$ 122.50

ORDER DATE : March 24, 1997

ORDER TIME : 2:51 PM

ORDER NO. : 305361-005

CUSTOMER NO: 2352A

500002122705--2

CUSTOMER: Mr. Jack A. Kirschenbaum  
GRAY HARRIS & ROBINSON, P.A.

Suite 138  
1800 W. Hibiscus Boulevard  
Melbourne, FL 32901

DOMESTIC FILING

NAME: BIO FLY, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

FILED  
97 MAR 24 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 MAR 24 PM 3:28  
DEPT. OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FLORIDA

MAR 25 1997

**ARTICLES OF INCORPORATION  
OF  
BIO FLY, INC.**

**FILED**  
97 MAR 24 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR to these Articles of Incorporation is a natural person competent to contract and form a corporation under the laws of the State of Florida and does certify that he has become a corporation under and pursuant to the following Articles of Incorporation.

**ARTICLE I**

The name of this corporation is BIO FLY, INC.

**ARTICLE II**

The general nature of the business to be transacted by this corporation is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III**

The corporation shall have all of the powers given to it by the laws of the State of Florida, now or hereafter, and specific powers herein enumerated shall not be construed as a limitation upon the powers of the corporation.

**ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock with a nominal or par value of \$1.00.

#### **ARTICLE V**

This corporation is to exist perpetually.

#### **ARTICLE VI**

The initial post office address of the principal office of this corporation is in the State of Florida, County of Brevard, at 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32902-1870. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### **ARTICLE VII**

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the member of the first Board of Directors who will serve until the first annual meeting of shareholders or until his or her successor or successors are elected and shall qualify is:

**CHUCK ROTH**  
820 North Atlantic Avenue  
Unit A-104  
Cocoa Beach, Florida 32931

**KARI ROTH**  
820 North Atlantic Avenue  
Unit A-104  
Cocoa Beach, Florida 32931

**ARTICLE VIII**

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

JACK A. KIRSCHENBAUM  
P. O. Box 1870  
Melbourne, Florida 32902-1870

**ARTICLE IX**

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 a majority of the stockholders entitled to vote thereon, 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.

**ARTICLE X**

The registered agent of this corporation shall be JACK A. KIRSCHENBAUM, and the registered office of this corporation shall be 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32902-1870.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20<sup>th</sup> day of March, 1997.

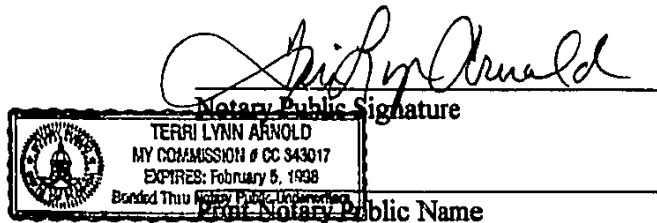
  
\_\_\_\_\_  
JACK A. KIRSCHENBAUM, Incorporator

STATE OF FLORIDA     )  
                              ) ss:  
COUNTY OF BREVARD    )

THE FOREGOING INSTRUMENT was acknowledged before me this 20<sup>th</sup> day of March,

1997, by JACK A. KIRSCHENBAUM, who is personally known to me, or who produced \_\_\_\_\_  
\_\_\_\_\_ as identification, and who did take an oath.

My commission expires:



**CERTIFICATE OF REGISTERED AGENT**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act: BIO FLY, 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 Melbourne, County of Brevard, State of Florida, has named JACK A. KIRSCHENBAUM, located at 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32902-1870, as its agent to accept service of process for the above-stated corporation, at the place designated in this certificate and said registered agent hereby agrees to act in this capacity, and to comply with the provisions of the act relative to keeping open said office.

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JACK A. KIRSCHENBAUM, Registered Agent

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97 MAR 24 AM 9:18  
TALLAHASSEE, FLORIDA  
STATE