

P.97000046585

HIGH, STACK, LAZENBY, PALAHACH, MAXWELL, MORGAN & PLATT

ATTORNEYS AT LAW

525 EAST STRAWBRIDGE AVENUE

MELBOURNE, FLORIDA 32901

(407) 725-5525

ROBERT KING HIGH (1924-1967)
CHARLES R. STACK, P.A.
ROBERT A. LAZENBY, P.A.
MICHAEL PALAHACH, P.A.
GEORGE W. MAXWELL III
CLAY D. MORGAN
CARLOS DEL AMO, P.A.
JACK L. PLATT
FERNANDO M. PALACIOS (OF COUNSEL)
REED C. CARY (OF COUNSEL)
ALVIN S. CAWN (OF COUNSEL)

FAX (407) 984-2411

3929 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134
(305) 443-3329
FAX (305) 443-0850
FAX (305) 444-5370

May 7, 1997

PLEASE REPLY TO:

Melbourne

200002176012--7
-05/13/97--01007--008
***122.50 ***122.50

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: PRE-CELL SOLUTIONS, INC.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of **PRE-CELL SOLUTIONS, INC.** for filing. Also enclosed is my check in the amount of \$122.50 to cover the cost of the filing fees.

Kindly confirm receipt of the filing of the Articles of Incorporation by enclosing the stamped copy in the self-addressed stamped envelope provided for your convenience.

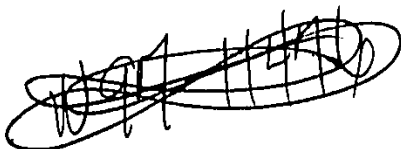
Your cooperation and assistance in this matter is greatly appreciated.

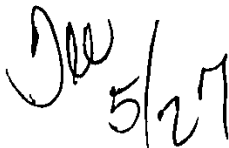
Sincerely,

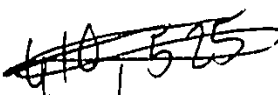
Jack L. Platt, Esquire

JLP/bsw

Enclosures: As stated.







FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 2:48



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 16, 1997

JACK L. PLATT
HIGH, STACK, LAZENBY, ET AL
525 E. STRAWBRIDGE AVENUE
MELBOURNE, FL 32901

SUBJECT: PRE-CELL SOLUTIONS, INC.
Ref. Number: W97000011476

We have received your document for PRE-CELL SOLUTIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

Please provide complete business street addresses for the directors, officers and incorporators.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 597A00026483

ARTICLES OF INCORPORATION
OF
PRE-CELL SOLUTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 2:48

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PRE-CELL SOLUTIONS, INC.

The principal place of business of this corporation shall be 444 North Harbor City Boulevard, Melbourne, Florida 32901.

ARTICLE II. NATURE OF BUSINESS

This corporation may 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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 444 North Harbor City Boulevard, Melbourne, Florida 32901, and the name of the initial registered agent of the corporation at that address is Shannon M. Myers.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

ARTICLE VIII. DIRECTORS

This corporation shall have one director, initially. The and street address of the initial director is:

Shannon M. Myers
444 North Harbor City Boulevard
Melbourne, Florida 32901

ARTICLE IX. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporate life, or until his/her successors are elected or appointed are:


Shannon M. Myers
President/Secretary
444 North Harbor City Boulevard
Melbourne, Florida 32901

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Shannon M. Myers
444 North Harbor City Boulevard
Melbourne, Florida 32901

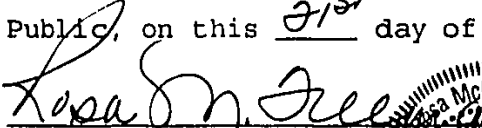
IN WITNESS WHEREOF, the undersigned authorized agent has hereunto set his/her hand and seal and produced Fla. Drivers
license as identification, on this 21 day of May, 1997.

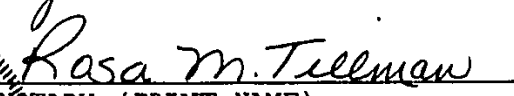

SHANNON M. MYERS

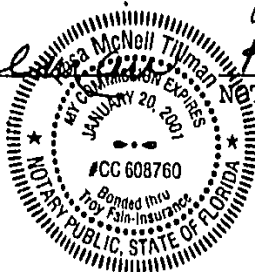
STATE OF FLORIDA

COUNTY OF Brevard

The foregoing instrument was acknowledged before me, a Notary Public, on this 21st day of May, 1997.


NOTARY PUBLIC
MY COMMISSION EXPIRES


NOTARY (PRINT NAME)



Comma failure.

Discard

P97-46585

Restart

P97-46585

Comma failure.

DISCARD

P97-46585

Restart

P97-46585

Comma failure.

Discard

P97-46585

Restart

P97-46585

P97000046585

HIGH, STACK, LAZENBY, PALAHACH, MAXWELL, MORGAN & PLATT

ATTORNEYS AT LAW

525 EAST STRAWBRIDGE AVENUE

MELBOURNE, FLORIDA 32901

(407) 725-5525

ROBERT KING HIGH (1924-1987)
CHARLES R. STACK, P.A.
ROBERT A. LAZENBY, P.A.
MICHAEL PALAHACH, P.A.
GEORGE W. MAXWELL III
CLAY D. MORGAN
CARLOS DEL AMO, P.A.
JACK L. PLATT
FERNANDO M. PALACIOS (OF COUNSEL)
REED C. CARY (OF COUNSEL)
ALVIN S. CAWN (OF COUNSEL)

FAX (407) 984-2411

3929 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134
(305) 443-3329
FAX (305) 443-0850
FAX (305) 444-5370

May 7, 1997

PLEASE REPLY TO:

Melbourne

200002176012--7
-05/13/97--01007--008
***122.50 ***122.50

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: PRE-CELL SOLUTIONS, INC.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of **PRE-CELL SOLUTIONS, INC.** for filing. Also enclosed is my check in the amount of \$122.50 to cover the cost of the filing fees.

Kindly confirm receipt of the filing of the Articles of Incorporation by enclosing the stamped copy in the self-addressed stamped envelope provided for your convenience.

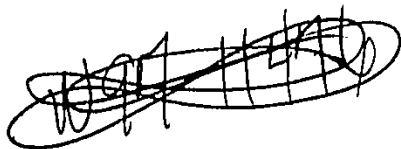
Your cooperation and assistance in this matter is greatly appreciated.

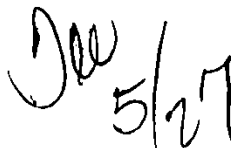
Sincerely,

Jack L. Platt, Esquire

JLP/bsw

Enclosures: As stated.







FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 2:48



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 16, 1997

JACK L. PLATT
HIGH, STACK, LAZENBY, ET AL
525 E. STRAWBRIDGE AVENUE
MELBOURNE, FL 32901

SUBJECT: PRE-CELL SOLUTIONS, INC.
Ref. Number: W97000011476

We have received your document for PRE-CELL SOLUTIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

Please provide complete business street addresses for the directors, officers and incorporators.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 597A00026483

ARTICLES OF INCORPORATION
OF
PRE-CELL SOLUTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 2:48

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PRE-CELL SOLUTIONS, INC.

The principal place of business of this corporation shall be 444 North Harbor City Boulevard, Melbourne, Florida 32901.

ARTICLE II. NATURE OF BUSINESS

This corporation may 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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 444 North Harbor City Boulevard, Melbourne, Florida 32901, and the name of the initial registered agent of the corporation at that address is Shannon M. Myers.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

ARTICLE VIII. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial director is:

Shannon M. Myers
444 North Harbor City Boulevard
Melbourne, Florida 32901

ARTICLE IX. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporate life, or until his/her successors are elected or appointed are:

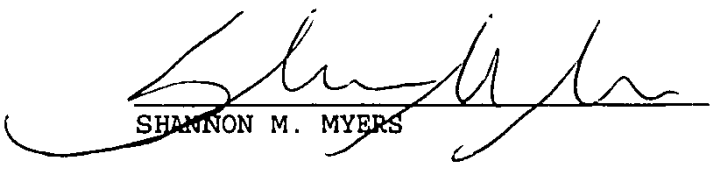
Shannon M. Myers
President/Secretary
444 North Harbor City Boulevard
Melbourne, Florida 32901

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Shannon M. Myers
444 North Harbor City Boulevard
Melbourne, Florida 32901

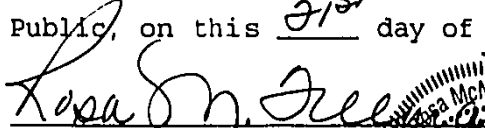
IN WITNESS WHEREOF, the undersigned authorized agent has hereunto set his/her hand and seal and produced Fla. Drivers
License as identification, on this 21 day of May,
1997.

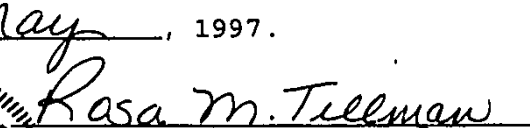

SHANNON M. MYERS

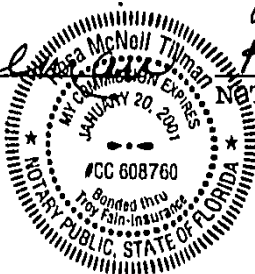
STATE OF FLORIDA

COUNTY OF Brevard

The foregoing instrument was acknowledged before me, a Notary Public, on this 21st day of May, 1997.


NOTARY PUBLIC
MY COMMISSION EXPIRES


NOTARY (PRINT NAME)



AGREEMENT TO ACCEPT SERVICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 2:48

Having been named to accept service of process for the
aforementioned corporation, at the places designated in this
certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.

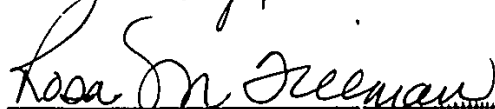

SHANNON M. MYERS

DATED: 5/21/97

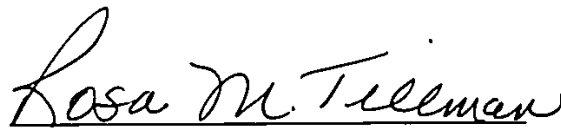
STATE OF FLORIDA

COUNTY OF Brevard

Before me, personally appeared Shannon M. Myers, and produced
Fla. Driver's License as identification, on this 21st
day of May, 1997.



NOTARY PUBLIC
MY COMMISSION EXPIRES



NOTARY (PRINT NAME)

