

P9700005753

26 June, 1997

Secretary of State  
Corporate Records Bureau  
PO Box 6327  
Tallahassee, Florida 32301

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-06/30/97--01057--016  
\*\*\*\*122.50 \*\*\*\*122.50

EFFECTIVE DATE  
7-1-97

Re: BioTechniques Inc.

Dear Sir or Madam:

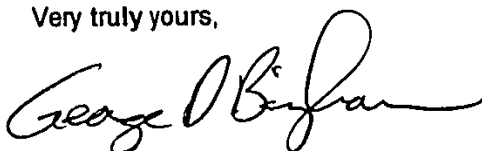
Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>
TOTAL	\$122.50

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,



George D. Bingham

2782 NW 46 St.  
Boca Raton, Fla 33434

Enclosures: Check  
Articles (in duplicate)

FILED  
97 JUN 30 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL JUL - 1 1997

ARTICLES OF INCORPORATION  
OF  
BioTechniques, Inc.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is BioTechniques, Inc. (the "Corporation").

EFFECTIVE DATE

7-1-97

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

BioTechniques, Inc.  
c/o Bingham  
2782 NW 46 St.  
Boca Raton, Florida 33434

ARTICLE III - PURPOSE

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

ARTICLE IV - DURATION

The Corporation shall have perpetual existence commencing on July 1, 1997.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar (\$ 1) par value common stock, which shall be designated "Common Shares".

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

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

#### ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

George D. Bingham  
2600 N. Military Trail  
Suite 350  
Boca Raton, FL 33431

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

George Bingham  
2782 NW 46 St.  
Boca Raton, FL 33434

#### ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but shall never be less than one (1). The name and address of the initial director of the Corporation is:

George Bingham  
2782 NW 46 St  
Boca Raton, FL 33434

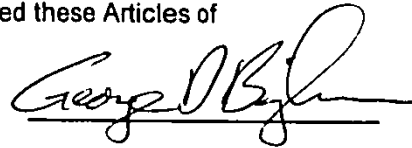
#### ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

#### ARTICLE XII - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of the 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27<sup>th</sup> day of June, 1997.

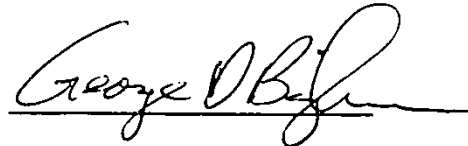


George D. Bingham

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 27<sup>th</sup> day of June, 1997.



George D. Bingham

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97 JUN 30 AM 9:13  
REGISTERED AGENT  
TALLAHASSEE, FLORIDA