

P97 0000 797 95
George E. Edwards
ATTORNEY AT LAW

SUITE 109
950 NORTH FEDERAL HIGHWAY
POMPAHO BEACH, FL 33062
(954) 781-0444

September 8, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-09/15/97--01039--006
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RE: ACUSHNET BIOTECH, INC.

Gentlemen:

Enclosed herewith is an original and one copy of Articles of Incorporation for the above-captioned corporation.

Kindly file and return one certified copy of same to the undersigned in the enclosed self-addressed, stamped envelope provided for your convenience.

Also enclosed is a check for \$122.50 to cover the cost of filing and certification.

Thank you for your prompt attention to this matter. If you have any questions please contact this office.

Very truly yours,

George Edwards

GEORGE E. EDWARDS, ESQ.

GEE:ag

Enclosure

FILED
97 SEP 15 PM 4:06
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ACUSHNET BIOTECH, INC.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be ACUSHNET BIOTECH, INC., and is located at 950 N. Federal Hwy., #306, Pompano Beach, FL 33062.

ARTICLE II

NATURE OF CORPORATE BUSINESS

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

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue 10,000 COMMON SHARES. The share of stock authorized shall be no par value. The consideration to be paid for each share shall be fixed at the Board of Directors.

ARTICLE IV

**INITIAL REGISTERED AGENT AND
INITIAL REGISTERED OFFICE**

This Corporation's Initial Registered Agent and Registered Office is the State of Florida shall be:

GEORGE E. EDWARDS, ESQ.
950 North Federal Highway, #109
Pompano Beach, Florida 33062

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97 SEP 15 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

The name and address of the director(s) are:

Donald Bussiere, Pres./Secy
950 N. Federal Hwy., #306
Pompano Beach, Florida 33062

Donna Bussiere, V. Pres./Tres.
950 N. Federal Hwy., #306
Pompano Beach, Florida 33062

The member(s) of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VII

INCORPORATORS

The name and address of each Incorporator executing these Articles of Incorporation is:

Donald Bussiere
950 N. Federal Hwy., #306
Pompano Beach, Florida 33062

ARTICLE VIII

COMMENCEMENT DATE

Corporate existence will commence of date Articles of Incorporation are approved.

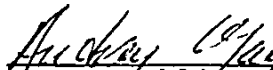
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.


DONALD BUSSIERE

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DONALD BUSSIERE to me known to be the person described as Incorporator in the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 9th day of Sept., 1997.


Notary Public

My Commission Expires:



AUDREY L. GAY
MY COMMISSION # CC415232 EXPIRES
October 20, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates GEORGE E. EDWARDS, ESQ., at 950 North Federal Highway, #109, Pompano Beach, Florida 33062 as Registered Agent to accept service of process within this State.


DONALD BUSSIÈRE

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.


GEORGE E. EDWARDS, ESQ.

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CLERK OF COURT
TALLAHASSEE, FLORIDA