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ACCOUNT NO. : 072100000032

REFERENCE : 596493 7139416

AUTHORIZATION : Patricia Pujato

COST LIMIT : \$ 70.00

ORDER DATE : November 11, 1997

ORDER TIME : 10:29 AM

ORDER NO. : 596493-005

CUSTOMER NO: 7139416

CUSTOMER: Ms. V. Valdes
MS. VIRGINIA VALDES

336 S.w. 194th Avenue
Hollywood, FL 33029

300002350793-9

DOMESTIC FILING

NAME: COMPUCELL, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 NOV 18 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dme 11/18/97

RECEIVED
97 NOV 18 PM 12:19
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

97 NOV 18 PM 2:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COMPUCELL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

COMPUCELL, INC.

The address of the principal office of this corporation shall be 336 Southwest 194th Avenue, Pembroke Pines, Florida 33029, and the mailing address of the corporation shall be the same.

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 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 336 Southwest 194th Avenue, Hollywood, Florida 32301, and the name of the initial registered agent of the corporation at that address is Virginia Valdes.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Virginia Valdes

336 Southwest 194th Avenue,
Pembroke Pines, Florida 33029

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.

1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on November 18, 1997.

Deborah D. Skipper

It's Incorporator, Deborah D. Skipper

CKS

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97 NOV 18 PM 2:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

VIRGINIA VALDES, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

COMPUCELL, INC.

VIRGINIA VALDES is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: VIRGINIA VALDES