

P97000103337

CORP NAME: GARDNER THERAPUTICS, INC.

Date: December 5, 1997

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

200002365442--7
-12/08/97--01063--003
*****70.00 *****70.00

Re: New Corporation Filing
Name of Corp: **GARDNER THERAPUTICS, INC.**
Dear Sirs:

Enclosed please find executed Articles of Incorporation, copy of same, and a check in the amount of \$70.00.

After filing same and issuing a Certificate of Incorporation, please forward the certified copy and charter to:

RICHARD W. DEAN, ESQ.
6186 WINDOVER WAY
TITUSVILLE, FL 32780

97DEC-8 AM 10:28
FILED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Thank you for your prompt handling of the foregoing.

Very truly yours,



RICHARD W. DEAN

RECEIVED
1-1-98

mm
12-9-97

**ARTICLES OF INCORPORATION
OF
GARDNER THERAPUTICS, INC.**

FILED
97 DEC -8 AM 10:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

GARDNER THERAPUTICS, INC.

ARTICLE II PRINCIPAL OFFICE

EFFECTIVE DATE
1-1-98

The principal place of business and mailing address of this corporation shall be :
**151 NORWOOD AVE.
SATELLITE BEACH, FL 32937**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (1.00) per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:
**WILLIAM B. GARDNER
151 NORWOOD AVE.
SATELLITE BEACH, FL 32937**

ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**WILLIAM B. GARDNER
151 NORWOOD AVE.
SATELLITE BEACH, FL 32937**

These Articles of Incorporation Prepared By:
Richard W. Dean, P.A.
6194 N. Federal Hwy.
Boca Raton, FL 33487
(561) 998-5281
Florida Bar Number 362263

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:
WILLIAM B. GARDNER
151 NORWOOD AVE.
SATELLITE BEACH, FL 32937

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TALLAHASSEE, FLORIDA

ARTICLE VII EFFECTIVE DATE

The effective date of these Articles of Incorporation is January 1, 1998.

The undersigned has (have) executed these Articles of Incorporation this date: **DECEMBER 5, 1997**

William B. Gardner

WILLIAM B. GARDNER, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **GARDNER THERAPUTICS, INC.**
2. The name and address of the registered agent and office is: **WILLIAM B. GARDNER**
151 NORWOOD AVE.
SATELLITE BEACH, FL 32937

SIGNATURE William B. Gardner
TITLE: **PRESIDENT**

DATE: DECEMBER 5, 1997

Having been named Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

William B. Gardner

Registered Agent

DECEMBER 5, 1997

Date