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January 22, 1999

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

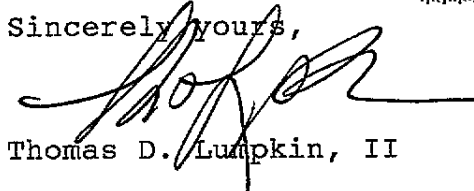
Re: Bio-Lipid, Inc., a proposed Florida for profit corporation

Dear Sir/Madam:

Enclosed with this letter are the original Articles of Incorporation and Acceptance of Registered Agent for Bio-Lipid, Inc., a proposed Florida for profit corporation. Also enclosed is a check payable to the Secretary of State for \$78.75 for the filing fees and a certified copy of the Articles.

Thank you kindly.

Sincerely yours,



Thomas D. Lumpkin, II

TDL II:ps
Enclosures
Tseng\Bio-Lipid\Secy.ofState.Art.Cvr

cc: Ms. Amy H. Tseng (w/out enc.)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAN 29 1999

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99 JAN 25 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
BIO-LIPID, 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:

BIO-LIPID, INC.

The address of the principal office of this corporation shall be 10000 S.W. 63rd Place, Pinecrest, Florida 33156, and the mailing address of the corporation shall be the same.

ARTICLE II. 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 \$1.00 par value per share.

ARTICLE III. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 10000 S.W. 63rd Place, Pinecrest, Florida 33156, and the name of the initial registered agent of the corporation at that address is Amy H. Tseng.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INCORPORATOR

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

Thomas D. Lumpkin, II, Esq.
515 Gables International Plaza
2655 Le Jeune Road
Coral Gables, FL 33134

IN WITNESS WHEREOF, the undersigned has signed these
Articles of Incorporation of Bio-Lipid, Inc. on the date set
forth below.

Date: _____

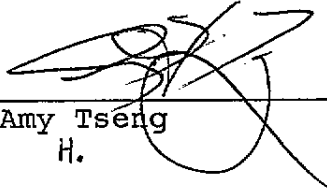
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Thomas D. Lumpkin, II

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

H.
Amy Tseng, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Amy Tseng
H.

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TALLAHASSEE FLORIDA