

P 99000028479
Requestor's Name 941-435-9303

David E. Leigh
5150 Tamiami Trail North, Suite 500
Naples, Florida 34103

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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-03/22/99-01081-012
*****70.00 *****70.00

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 MAR 22 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Karen GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article II
DATE 3/29/99
DOC. EXAM. Mm

ARTICLES OF INCORPORATION

ARTICLE I
NAME

The name of this corporation is Biotech Analytical Laboratories, Inc., and the place of business is 4365 Arnold Avenue, Naples, Florida 34104

ARTICLE II
DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of filing of these Articles of Incorporation.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue One Hundred Shares of One Dollar (1.00) par value common stock.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office is as follows:

David E. Leigh
5150 Tamiami Trail North, Suite 500
Naples, Florida 34103

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and address of the directors of this corporation are:

Kevin J. Thomas
4365 Arnold Avenue
Naples, Florida 34104

Pailla M. Reddy
51 Brooklyn Avenue
Westbury, New York 11590

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Kevin J. Thomas
4365 Arnold Avenue
Naples, Florida 34104

ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX
BY-LAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X
INFORMAL SHAREHOLDER ACTION

The holder or not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

ARTICLE XI
PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase share (and securities convertible into share) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including share from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the share preempted with thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XII
INDEMNIFICATION

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

ARTICLE XIII
CUMULATIVE VOTING

In any selection of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his share and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by each shareholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that the notice shall be given by any shareholder to the President or Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote

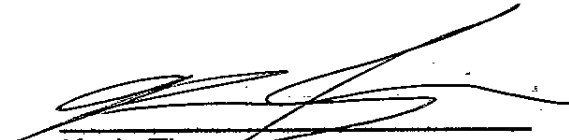
cumulatively shall not be further restricted or qualified by any provision in the Bylaws of the Corporation.

ARTICLE XIV
LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the Corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter of Bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this

12th day of March, 1999.

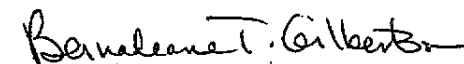

Kevin Thomas

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Incorporation were sworn to and acknowledged before me this

12th day of March, 1999, by Kevin J. Thomas

who is personally known to me or who has produced _____
as identification and who did (did not) take an oath.



NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:



Bernadeane T. Gilbertson
Commission # CC 770661
Expires AUG. 26, 2002
BONDED THRU
ATLANTIC BONDING CO., INC

ACCEPTANCE AND ACKNOWLEDGEMENT

I hereby accept to act as Registered Agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligation of Florida Statute 607.325.



David E. Leigh, REGISTERED AGENT

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TALLAHASSEE, FLORIDA