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3042 NW 82 AV
MIA FL 33122

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-06/07/99--01159--005
*****78.75 *****78.75

City/State/Zip

Phone #

Office Use Only

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

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

FILED
99 JUN -7 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 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

Examiner's Initials

PH 6/9/99 (3)

ARTICLES OF INCORPORATION

FILED

ARTICLE I - NAME

99 JUN -7 PM 12:16

THE NAME OF THIS CORPORATION IS: **BIOGENICA, Inc.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF FLORIDA.

ARTICLE III - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,800 SHARES OF ONE AND 00/100 DOLLAR (\$1.00) PER VALUE COMMON STOCK.

ARTICLE IV - PREEMPTIVE RIGHTS

EVERY STOCKHOLDER, UPON THE SALE FOR CASH OF ANY COMMON STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V - RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING AND IN THE AMOUNT SET OPPOSITE THEIR NAMES:

FADI HALWANI	600
JUAN SALMAN	600
FORTUNATO FARACHE	600

SHARES HELD BY THE INITIAL SHAREHOLDER LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS OF THE CORPORATION.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

THE MAILING ADDRESS AND THE CORPORATION'S PRINCIPAL OFFICE IS:

BIOGENICA, Inc.
3042 N.W. 82nd AVE.
MIAMI, FL 33122

ARTICLE VII - REGISTERED OFFICE AND AGENT

THE INITIAL REGISTERED OFFICE ADDRESS AND THE INITIAL AGENTS OF THIS CORPORATION ARE:

FADI HALWANI
11713 S.W. 95th STREET
MIAMI, FL 33186

ARTICLE VIII - INITIAL BOARD OF DIRECTOR

THIS CORPORATION SHALL HAVE 3 DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DISMINISHED FROM TIME TO TIME BY THE LAWS. THE INITIAL DIRECTORS ARE:

FADI HALWANI
JUAN SALMAN
FORTUNATO FARACHE

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ARTICLE IX - INITIAL OFFICERS

THE NAME AND ADDRESS OF THE INITIAL OFFICER IS:

FADI HALWANI
President
11713 S.W. 95th STREET
MIAMI, FL 33186

ARTICLE X - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THE ARTICLE IS:

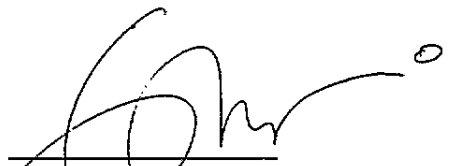
FADI HALWANI
11713 S.W. 95th STREET
MIAMI, FL 33186

ARTICLE XI - BY LAWS

THE POWER TO ADOPT, ALTER, AMEND OR APPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND IN THE SHAREHOLDERS.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLE OF INCORPORATION THIS JUNE 1st, 1999.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSABILITIES AS REGISTERED AGENT.



FADI HALWANI
Incorporator/Registered Agent