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CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS
DATE: 8/12/99
REF. #: 0176.7898
CORP. NAME: Bioheart, Inc.

600002957786--7
-08/12/99--01035--006
*****78.75 *****78.75

- | | | |
|---|---|--|
| ☒ ARTICLES OF INCORPORATION | ☐ ARTICLES OF AMENDMENT | ☐ ARTICLES OF DISSOLUTION |
| ☐ ANNUAL REPORT | ☐ TRADEMARK/SERVICE MARK | ☐ FICTITIOUS NAME |
| ☐ CERT. OF AUTHORITY | ☐ LIMITED PARTNERSHIP | ☐ LIMITED LIABILITY |
| ☐ REINSTATEMENT | ☐ MERGER | ☐ WITHDRAWAL |
| ☐ CERTIFICATE OF CANCELLATION | ☐ UCC-1 | ☐ UCC-3 |
| ☐ OTHER: _____ | | |

FILED
99 AUG 12 AM 11:29
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 5675 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|--|---|
| ☒ CERTIFIED COPY | ☐ CERTIFICATE OF STATUS | ☐ PLAIN STAMPED COPY |
|--|--|---|

Examiner's Initials
gxc 8/12

**ARTICLES OF INCORPORATION
OF
BIOHEART, INC.
(a Florida corporation)**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is **BIOHEART, INC.** (hereinafter called the "Corporation").

ARTICLE II - CAPITAL STOCK

The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is \$1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE III - MAILING ADDRESS

The current address of the principal place of business of the Corporation is 3425 Stallion Lane, Weston, Florida 33331.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than five (5) directors, and shall initially consist of one (1) director. The number of directors within these limits may be increased or decreased from time to time as provided in the Bylaws of the Corporation. The names and address of the initial director of the Corporation is as follows:

Howard J. Leonhardt
3425 Stallion Lane
Weston, Florida 33331

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 3425 Stallion Lane, Weston, Florida 33331. The name of the initial registered agent of the Corporation at that address is Howard J. Leonhardt.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the Corporation is Howard J. Leonhardt, 3425 Stallion Lane, Weston, Florida 33331.

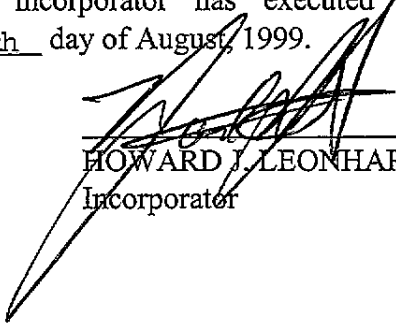
ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify and may advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

ARTICLE VIII - BYLAWS

The Board shall have the power to adopt, amend or repeal the Bylaws of the Corporation or any part thereof.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation of **BIOHEART, INC.** this 10th day of August, 1999.

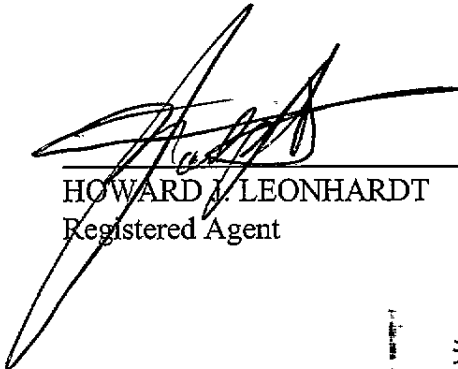


HOWARD J. LEONHARDT
Incorporator

CONSENT OF REGISTERED AGENT

**OF
BIOHEART, INC.**

The undersigned, Howard J. Leonhardt, whose business address is 3425 Stallion Lane, Weston, Florida 33331, hereby accepts appointment as the initial registered agent of **BIOHEART, INC.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.



HOWARD J. LEONHARDT
Registered Agent

FTL/BERNERO1/264835/5_cj011.DOC/8/05/99/99902.503447

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99 AUG 12 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA