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SECRETARY OF STATE
TALLAHASSEE, FL 32314

November 19, 1999

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

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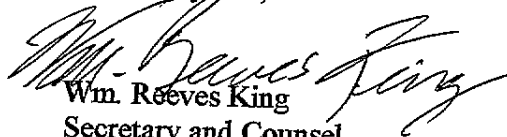
SUBJECT: PRIMELAB-BETHESDA, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation for the subject proposed corporation and a check for \$78.75 filing fee for the Articles and Registered Agent certificate.

I have not checked the name availability but assume it will be available. Please be advised that it will be a wholly owned subsidiary of PrimeLab, Inc., the incorporator, which by signing the articles of the proposed corporation consents to the use of its name by the proposed corporation.

Should there be any question you can contact me at 888-865-4750.

Sincerely yours,


Wm. Reeves King
Secretary and Counsel
to PrimeLab, Inc.

WRK:bk



12-16
WC

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: Name

The name of the corporation shall be PRIMELAB-BETHESDA, INC.

ARTICLE II: Principal Office

The principal place of business shall be Suite B, 1173 Old Dixie Highway, Lake Park, FL 33403 and mailing address of the corporation shall be P. O. Box 12277, Lake Park, Florida 33403-0277.

ARTICLE III: Shares

The number of shares which this corporation is authorized to have outstanding at any one time is one thousand (1,000). The shares shall have no par value.

ARTICLE IV: Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent is Wm. Reeves King, Esq., Suite B, 1173 Old Dixie Highway, Lake Park, FL 33403.

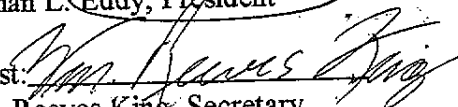
ARTICLE V: Incorporator

The name and address of the incorporator to these Articles of Incorporation is PrimeLab. Inc., P. O. Box 12277, Lake Park, Florida 33403-0277.

Incorporator:
PrimeLab, Inc.

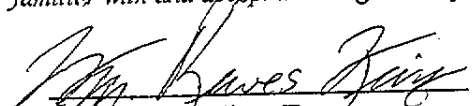
By: 
Tillman L. Eddy, President

Nov 19, 1998
Date

Attest: 
Wm. Reeves King, Secretary

Nov 19, 1999
Date

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in Article IV above, 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.


Wm Reeves King, Esq.
Registered Agent

Nov 19, 1999
Date