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DIVISION OF CORPORATION

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FOREIGN PROFIT/NONPROFIT CORPORATION

ADULTCELLS, INC.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ADULTCELLS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. ILLINOIS

(State or country under the law of which it is incorporated)

3. 26-2216591

(FEI number, if applicable)

4. MARCH 18, 2008

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. NONE

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

(Principal office address)

2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

(Current mailing address)

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8. Collection for processing and storage of umbilical cord blood stem cells

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Registered Agent Solutions, Inc.

Office Address: 155 Office Plaza Drive, Suite A

Tallahassee, Florida 32301

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten signature]

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Frederick J. Fitzsimmons

Address: 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

Vice Chairman: _____

Address: _____

Director: Mark L. Fitzsimmons

Address: 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

Director: Renee E. Fitzsimmons

Address: 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

B. OFFICERS

President: Frederick J. Fitzsimmons

Address: 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

Vice President: _____

Address: _____

Secretary: Renee E. Fitzsimmons

Address: 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

Treasurer: Mark L. Fitzsimmons

Address: 2142 ASHLAND AVENUE, SUITE 2, EVANSTON, IL 60201

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Frederick J. Fitzsimmons*

(Signature of Director or Officer listed in number 12 of this application)

14. Frederick J. Fitzsimmons, President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

ADULTCELLS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON MARCH 18, 2008, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.



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In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 23TH day of JUNE A.D. 2008

Jesse White

SECRETARY OF STATE

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