

P9900007936

HOLLAND + Knight LLP
 Requestor's Name

315 So. Calhoun - S600
 Address

TALLA. FL. 224-7000
 City/State/Zip Phone #
32301

Office Use Only

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

1. Aura Pharmaceuticals, Inc.
 (Corporation Name) (Document #)
2. [REDACTED]
 (Corporation Name) (Document #)
3. [REDACTED]
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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 TALLAHASSEE, FLORIDA

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 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

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 *****26.25 *****8.75

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

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 DIVISION OF CORPORATIONS
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Examiner's Initials

ajc 9/7

ARTICLES OF INCORPORATION
OF
AURA PHARMACEUTICALS, INC.

The undersigned, acting as incorporator of Aura Pharmaceuticals, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Aura Pharmaceuticals, Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

The corporation is organized to engage in the pharmaceuticals business and related activities and in any other activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL MAILING ADDRESS AND PRINCIPAL OFFICE

The initial mailing address and the address of the initial principal office of the corporation is 4001 S.W. 47th Avenue, Fort Lauderdale, Florida 33314.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4001 S.W. 47th Avenue, Fort Lauderdale, Florida 33314. The initial registered agent is Scott Lodin.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Shannon B. Hartsfield	315 South Calhoun Street Suite 600 Tallahassee, Florida 32301

The incorporator of the corporation assigns to this corporation her rights under Section 607.161, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. DIRECTORS

The names and addresses of the initial members of the board of directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Chih-Ming Chen	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Alan Cohen	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Elliot Hahn	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Angelo Malahias	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Scott Lodin	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares by the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of Sept., 1999.

Shannon B. Hartsfield
Shannon B. Hartsfield

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 7th day of Sept. 1999, by Shannon B. Hartsfield, who is personally known to me and did not take an oath.

Gloria M. Gardner
Notary Public, State of Florida
at Large

My commission expires:

(Affix notarial seal)



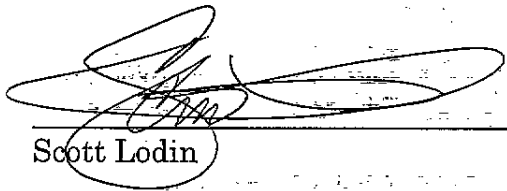
Gloria M. Gardner
MY COMMISSION # CG925891 EXPIRES
January 21, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Aura Pharmaceuticals, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 4001 S.W. 47th Avenue, Fort Lauderdale, State of Florida, has named Scott Lodin as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the applicable provisions of the Florida Business Corporation Act and Chapter 607, Florida Statutes. I am familiar with, and accept, the obligation provided under such statutes relative to keeping open the registered office and providing records.



Scott Lodin

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