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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OSTHUS INC.**

The undersigned Chairman of the Board of Directors of Osthus Inc. executes this Restatement of Articles of Incorporation of Osthus Inc. pursuant to the provisions in Chapter 607 of the Florida Statutes.

ARTICLE I- NAME

The name of the Corporation is Osthus Inc., (hereinafter, "Corporation").

ARTICLE II- PRINCIPAL OFFICE

The address Of The Principal Office Of The Corporation Is 18305 Biscayne Boulevard, 200, Aventura, Fl 33160 and the mailing address is the same.

ARTICLE III- PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV- CORPORATE CAPITALIZATION

4.1 The maximum number of shares this Corporation is authorized to have outstanding at any time is **ONE HUNDRED (100)** shares of common stock, each share having the par value of **ONE CENT (\$.01)**.

4.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

4.3 All holders of shares of common stock, upon dissolution of the Corporation, shall

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be entitled to receive the net assets of the Corporation.

4.4 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter, authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

4.5 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications or term or conditions of redemption of the stock.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 19372 East Country Club Drive, Aventura, FL 33180. The name and address of the registered agent of this Corporation is Martin R. Musgrove, 19372 East Country Club Drive, Aventura, FL 33180.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

MARTIN R MUSGROVE
19372 East Country Club Drive,
Aventura, FL 33180

ARTICLE VII - OFFICERS

The Officers of the Corporation shall be:

President: DR. TORSTEN OSTHUS
COO: MARTIN R MUSGROVE
Secretary: NONNE BRAUN

ARTICLE VIII - DIRECTOR(S)

The Directors of the Corporation shall be:

The Director of the Corporation shall be Dr. Torsten Osthus, whose mailing address shall be the same as the principal office of the Corporation.

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ARTICLE X – INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE XI - AMENDMENT

The Corporation reserves the rights to amend, alter, change or repeal any provision contained in this Restatement of Articles of Incorporation, or any in any amendment hereto, or to add any provision to this Restatement of Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon Shareholders in this Restatement Articles of Incorporation or any amendment hereto are granted subject to this reservation.


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ARTICLE XII - EFFECTIVE DATE

This Restatement of Articles of Incorporation shall be effective on the 10th day of January, 2014.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledge and filed the foregoing Restatement of Articles of Incorporation under the laws of the State of Florida, this 10th day of January, 2014.


OSTHUS®
success with R&D
18305 Biscayne Blvd STE 200
Aventura, FL 33180-2178
USA
Dr. Torsten Osthues, Chairman of the Board of Directors
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F: +1 786 5221977
office@osthus.com

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