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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

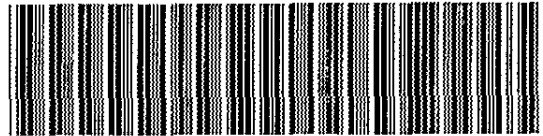
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03 JUN 17 AM 10:47  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
03 JUN 17 AM 10:15  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

CT CORPORATION

June 17, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

FILED  
03 JUN 17 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 5872478 SO  
Customer Reference 1: 215064-1  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Dor Biopharma Inc. (DE)  
Qualification  
Florida

Please return a good standing certificate and a certified copy along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton  
Sr. Fulfillment Specialist  
Jeff\_Netherton@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**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.


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JUN 17 AM 10:47  
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1. DOR BioPharma, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 41-1505029  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 16, 1987 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 28101 N. Ballard Drive, Unit F, Lake Forest, IL 60045  
(Principal office address)  
28101 N. Ballard Drive, Unit F, Lake Forest, IL 60045  
(Current mailing address)
8. any and all lawful purposes for which corporations may be incorporated in Delaware which are lawful in Florida.  
(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 or Mail Drop Box **NOT** acceptable)  
Name: C T Corporation System  
Office Address: 1200 South Pine Island Road,  
Plantation, Florida 33324  
(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.*

C T Corporation System

By  Christine M. Eastwine  
(Registered agent's signature) **Assistant Secretary**

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.

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

A. DIRECTORS

Chairman: General Alexander M. Haig, Jr.

Address: 4301 N. Fairfax Drive, Suite 300, Arlington, VA 22203

Vice Chairman: Steve H. Kanzer, JD, CPA

Address: Accredited Ventures, Inc., 801 Brickell Avenue, Suite 900, Miami, FL 33131

Director: Arthur Asher Kornbluth, MD

Address: 1751 York Avenue, New York, NY 10128

Director: Larry J. Kessel, MD

Address: Lawrence J. Kessel, M. C. and Assoc., P. C., 8200 Henry Avenue, Suite G-1, Philadelphia, PA 19128

see Attachment for additional Directors

B. OFFICERS

President: and CEO Ralph M. Ellison

Address: 28101 N. Ballard Drive, Unit F, Lake Forest, IL 60045

Vice President: Richard Brey

Address: 28101 N. Ballard Drive, Unit F, Lake Forest, IL 60045

Secretary: William Milling

Address: 28101 N. Ballard Drive, Unit F, Lake Forest, IL 60045

Treasurer: William Milling

Address: 28101 N. Ballard Drive, Unit F, Lake Forest, IL 60045

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

13. William D. Hill  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William Milling, Secretary-Treasurer  
(Typed or printed name and capacity of person signing application)

ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION  
DOR BIOPHARMA, INC.

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JUN 17 AM 10:47  
STATE  
TALLAHASSEE, FLORIDA

Additional Members of the Board of Directors:

**Evan Myrianthopoulos**

CVL Advisors  
350 Fifth Avenue  
Suite 4511  
New York, NY 10118

**Paul Rubin, MD**

Critical Therapeutics  
675 Massachusetts Avenue  
14<sup>th</sup> Floor  
Cambridge, MA 02139

**Peter Salomon, MD, FACC**

Gastroenterology Consultants  
951 N. W. 13<sup>th</sup> Street  
Boca Raton, FL 33486

# Delaware

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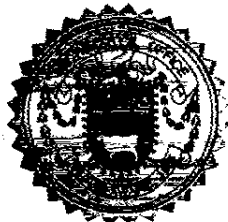
## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DOR BIOPHARMA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
JUN 17 AM 10:47  
STATE  
TALLAHASSEE, FLORIDA



2115033 8300

030392155

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2471902

DATE: 06-13-03