

K55272

NOVEN

PHARMACEUTICALS, INC.

11960 Southwest 144th Street

Miami, Florida 33186-6109

Telephone: (305) 253-5099

City, State, Zip

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in☐ Pick up time _____☐ Certified Copy☐ Mail out☐ Will wait☐ Photocopy☐ 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 checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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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*****35.00 *****35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -5 PM 5:32

FILED

T. LEWIS JUL 5 2000

ARTICLES OF DISSOLUTION

Pursuant to Section 607.1403, Florida Statutes, this corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Noven Advanced Research, Inc.

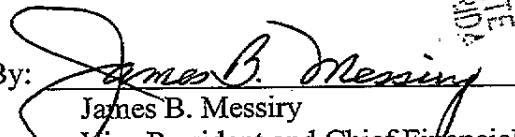
SECOND: Dissolution was approved by the shareholders on June 16, 2000 pursuant to a written consent executed in accordance with Section 607.0704, Florida Statutes. The number of votes cast for dissolution was sufficient for approval.

Signed this 16th day of June, 2000.

NOVEN ADVANCED RESEARCH, INC.

By: Noven Pharmaceuticals, Inc., its sole
shareholder

By:


James B. Messiry
Vice President and Chief Financial
Officer

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00 JUL -5 PM 5:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOVEN ADVANCED RESEARCH, INC.

WRITTEN CONSENT TO ACTION

JUNE 16, 2000

(Dissolution)

Pursuant to Section 607.0704, Florida Statutes, the undersigned, being the sole shareholder of Noven Advanced Research, Inc. (the "Corporation"), consents to the following resolutions in lieu of holding a meeting:

RESOLVED, that the Corporation be dissolved in accordance with the provisions of Section 607.1402 Florida Statutes.

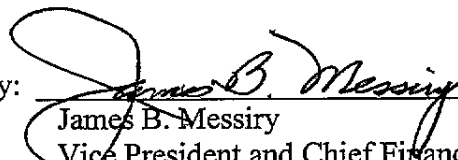
RESOLVED, that the proper officers of the Corporation are authorized, in the name and on behalf of the Corporation, to execute and deliver, or cause to be made, executed and delivered, all such agreements, instruments, certificates and other documents as they or any of them may deem necessary or appropriate in connection with the foregoing resolutions;

RESOLVED, that the proper officers of the Corporation are authorized, in the name and on behalf of the Corporation, to perform such acts as each officer may deem necessary or appropriate in order to effectuate the purpose and intent of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned has executed this written consent to action as of June 16, 2000.

Noven Pharmaceuticals, Inc.

By:


James B. Messiry
Vice President and Chief Financial
Officer