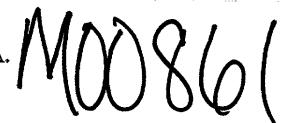
Matthew E. Morrall, P.A.

International Building
Penthouse West
2455 East Sunrise Boulevard
Fort Lauderdale, Florida 33304
Telephone (954) 563-4005



Matthew E. Morrall, Esquire

Telecopier: (954) 566-7754 E-mail: morrall@bellsouth.net

December 22, 2000

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Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: PHYLOMED CORPORATION - NAME CHANGE

Dear Sir/Madam:

Please find enclosed the Articles of Amendment to the Articles of Incorporation of Phylomed Corporation. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Please feel free to contact me if you have any questions.

Very truly yours,

Matthew E. Morrall

Mooh E.M.

/jp Enclosures

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ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION PHYLOMED CORPORATION

FILED 00 DEC 26 AM 8: 16

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of incorporation:

FIRST: Amendment adopted:

Article I is deleted and replaced with a new Article I as follows:

ARTICLE 1. NAME OF CORPORATION

The name of the corporation shall be BioTherapeutics, Inc.

adoption of

SECOND: The date of this Amendment is December 21, 2000.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

Signed this 2/ day of December, 2000.

C:\WPDOCS\Phylomed\articles of amendment, name change.wpd