

Low Offices of
L. DIANNE MASON, ESQ.

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PO00000005150

January 7, 2000

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

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-01/10/00--01114--001
*****87.50 *****87.50

RE: MITOCHONDRION CORPORATION

Dear Sir/Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above named corporation, and a check payable to "Florida Department of State" for \$87.50 (for filing fee, certified copy and Certificate of Status).

Please mail the receipt for payment and the documents requested to the Registered Agent at the following address:

Ted Lampidis
Registered Agent
Mitochondrion Corporation
6995 S.W. 67th Avenue
South Miami, Florida 33143
(305)-668-0801(tel)

Thank you for your prompt attention to this matter.

Very truly yours,

L. Dianne Mason
L. DIANNE MASON

LDMak
enclosures

FILED
00 JAN 10 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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WCC

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation shall be:

MITOCHONDRION CORPORATION

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

6995 S.W. 67th Avenue
South Miami, Florida 33143

ARTICLE III. BUSINESS PURPOSE

The specific business purpose of this Corporation is the research, design, development, sales and marketing of pharmaceuticals.

ARTICLE IV. SHARES

The initial number of shares of stock that this Corporation is authorized to have outstanding at any one time: is:

ONE THOUSAND (1,000)

The stock shall be common stock with a par value of One Dollar (\$1.00) per share. The number of shares outstanding may be changed from time to time by bylaws adopted by the Board of Directors. The initial shareholders of stock in this Corporation and the amount held by each are:

TED LAMPIDIS - FIVE HUNDRED (500) shares or 50%

WALDEMAR PRIEBE - FIVE HUNDRED (500) shares or 50%

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Ted Lampidis
6995 S.W. 67th Avenue
South Miami, Florida 33143

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00 JAN 10 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

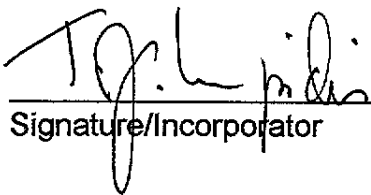
ARTICLE VI. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

Ted Lampidis
6995 S.W. 67th Avenue
South Miami, Florida 33143

ARTICLE VII. AMENDMENTS

The Corporation reserves the right to amend and/or repeal any provision contained in these Articles of Incorporation and any amendment thereto upon action of the Board of Directors pursuant to the bylaws of the Corporation and the laws of the State of Florida.



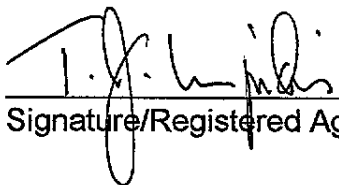
Signature/Incorporator

01/07/00

Date

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agreed to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

01/07/00

Date