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FILED
80 APR 10 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Dpt of State
Division of Corporations, &
P.O. Box 6327

Tallahassee, FL 32314

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***78.75 ***78.75

Enclosed 3 copies of
Articles of Incorporation for
Colorex Biosciences, Inc.
and check for \$78.75

Pls send all documents

F. CHESER APR 1. 7 2000

TO:

Carlos M. Garcia

4239 Sakal King Circle

Weston FL 33331

Ph (954) 557 4323 OFFICE

(954) 389 4116 HOME

Full
Registered Agent.

ARTICLES OF INCORPORATION

OF

CYTOREX BIOSCIENCES, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation shall be:

CYTOREX BIOSCIENCES, Inc.

ARTICLE II

This Corporation may engage in the transaction of any or all lawfull business for which a Corporation may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock, which the Corporation is authorized to have outstanding at any time, shall be 100,000,000 share of common stock, with a par value of \$ 0.000001 per share.

ARTICLE IV

The shareholders of this Corporation shall have preemptive rights to acquire unissued of treasury shares of the Corporation or securities of the Corporation Convertible into carrying a right to or acquire shares.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be located at:

4239 Sabal Ridge Circle
Weston, Fl 33331

With the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities or countries as may from time be authorized by its Board of Directors.

ARTICLE VII

The initial registered office of Corporation shall be at:

4239 Sabal Ridge Circle
Weston, Fl 33331

ARTICLE VIII

The initial registered agent at such address shall be:

Carlos M. Garcia

ARTICLE IX

This Corporation shall at times have at least four (4) Directors who shall conduct the business of the Corporation as Board of Directors. The stockholders of this Corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the Corporation.

ARTICLE X

The name and address of the members of the First Board of Directors Who shall hold office until the first annual meeting of shareholders and or until their earlier resignation, removal from office, or death is:

President & CEO Hernando Rodriguez, M.D. 4239 Sabal Ridge Circle
Weston, Fl 33331

Vice-President & CSO David Martucci, M.D. 4239 Sabal Ridge Circle
Weston, Fl 33331

Treasurer & CFO William Jimenez, MBA. 4239 Sabal Ridge Circle
Weston, Fl 33331

Secretary & COO Carlos M. Garcia, 4239 Sabal Ridge Circle
Weston, Fl 33331

ARTICLE XI

The name and address of the incorporator are:

Carlos M. Garcia, In. 4239 Sabal Ridge Circle
Weston, Fl 33331

ARTICLE XII

The by-laws of this Corporation may be created, amended, charged or replaced by either the stockholders or the Directors of the Corporation at any duly scheduled special meeting called for that purpose.

I, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certify that the facts herein stated are true correct and accordingly hereto set my hand and seal.

This 06 day of April 2000


Carlos M. Garcia

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office registered agent, in the State of Florida.

1. The name of the Corporation is:

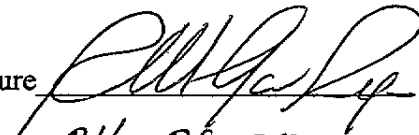
CYTOREX BIOSCIENCES, Inc.

2. The name and address of the registered agent and office is:

Carlos M. Garcia, In. 4239 Sabal Ridge Circle
Weston, FL 33331

Signature

Date


04-06-00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

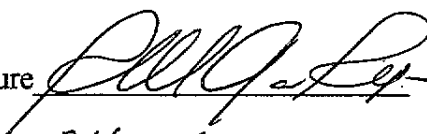
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Having been named as registered agent and to accept serving of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes 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

Date


04-06-00