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LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. CAMBRIDGE PHARMACEUTICAL OF U.S.A., INC. (Corporation Name) (Document #)

2. U.S.A., INC. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- Walk in, Pick up time 2:00, Certified Copy, Mail out, Will wait, Photocopy, Certificate of State

RECEIVED 00 MAY 11 AM 8:45 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

Table with 2 columns: Filing Type, Status. Rows: Profit, NonProfit, Limited Liability, Domestication, Other.

Table with 2 columns: Amendment Type, Status. Rows: Amendment, Resignation of R.A., Officer/Director, Change of Registered Agent, Dissolution/Withdrawal, Merger.

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

Table with 2 columns: Other Filings, Status. Rows: Annual Report, Fictitious Name, Name Reservation.

Table with 2 columns: Registration/Qualification, Status. Rows: Foreign, Limited Partnership, Reinstatement, Trademark, Other.

80000347818-4 -05/11/00-01025-004 *****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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

ARTICLE I - NAME

The name of the corporation shall be:

CAMBRIDGE PHARMACEUTICAL OF U.S.A., INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

1460 N.W. 107 AV. SUITE G
MIAMI FL 33172

ARTICLE III - SHARES

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

1,000

ARTICLES IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

HUMBERTO RESTREPO
1460 N.W. 107 AV. SUITE G
MIAMI FL 33172

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):
TOMAS AGUIAR 1460 N.W. 107 AV. SUITE G
HUMBERTO RESTREPO MIAMI FL 33172

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 9 day of MAY, 2000.


Signature

ARTICLE VI- DIRECTOR(S)

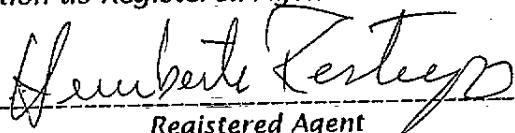
The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

TOMAS AGUIAR TREAS.
CARLOS GRANDE SECR.
HUMBERTO RESTREPO PRES.

1460 N.W. 107 AV. SUITE G
MIAMI FL 33172

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT /REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Registered Agent

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