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LAW OFFICES

ALLEY, MAASS, ROGERS & LINDSAY, P.A.

321 ROYAL POINCIANA PLAZA, SOUTH

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33480-0431

(561) 659-1770

FACSIMILE (561) 833-2261

FROM BROWARD (954) 421-1540

RAYMOND C. ALLEY (1893-1975)  
HAROLD G. MAASS (OF COUNSEL)  
EDWARD D. LEWIS (OF COUNSEL)  
DOYLE ROGERS  
ALAN LINDSAY  
NEAL W. KNIGHT, JR.  
DAVID H. BAKER  
WILLIAM W. ATTERBURY III  
LOUIS L. HAMBY III  
ROBB R. MAASS  
M. TIMOTHY HANLON  
WARREN D. HAYES, SR.  
GENE D. LIPSCHER  
STUART J. HAFT  
DAVID M. SCOTT

FORT LAUDERDALE OFFICE  
1600 S.E. 17TH STREET CAUSEWAY  
SUITE 404  
FORT LAUDERDALE, FLORIDA 33316  
(954) 767-0215  
FACSIMILE (954) 761-7644

June 20, 2001

Via Federal Express

(850) 488-9000

Florida Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

Attn: Thelma Louis

RE: Forseti Biosciences, Inc.

Dear Ms. Louis:

200004436792--6  
-06/22/01--01015--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find our check for \$35.00 representing the filing fee for an Amendment to the Articles of Incorporation for the above-referenced corporation, which was inadvertently omitted from the original transmittal letter.

Sincerely,

*Cindy Rush*

Cindy Rush, Secretary to  
LOUIS L. HAMBY III

/cr  
Enclosure

161011.1

FILED  
01 JUN 21 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*  
T. LEWIS JUN 21 2001

LAW OFFICES  
**ALLEY, MAASS, ROGERS & LINDSAY, P.A.**

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(954) 767-0215  
FACSIMILE (954) 761-7644

June 14, 2001

Via Federal Express

(850) 488-9000

Florida Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Forseti Biosciences, Inc.

Dear Sir or Madam:

Enclosed please find an original Amendment to the Articles of Incorporation for the above-referenced corporation along with a check for \$35.00 representing the filing fee. Please stamp and return to me a copy of the Amendment for our files. If you have any questions, please feel free to contact me.

Sincerely,

ALLEY, MAASS, ROGERS  
& LINDSAY, P.A.

BY:

  
LOUIS L. HAMBY III

RECEIVED  
01 JUN 19 11:19  
LLH III/b  
Enclosure  
DIVISION OF CORPORATIONS

AMENDMENT TO ARTICLES OF  
INCORPORATION FOR  
FORSETI BIOSCIENCES, INC.

FILED  
01 JUN 21 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Louis L. Hamby III, being the sole incorporator of Forseti Biosciences, Inc. ("the Corporation") executes and files this Amendment pursuant to F.S. §607.1005 and F.S. §607.1006, before the issuance of any shares in the Corporation, and states as follows:

1. The name of the Corporation is Forseti Biosciences, Inc.
2. The text of the amendment is as follows:

Article V - Preemptive Rights is hereby deleted in its entirety and replaced with the following:

Article V - Classes of Stock

Of the 100,000,000 authorized shares of common stock referred to in Article IV, 95,061,728 shall be designated as Class A shares and 4,938,272 shall be designated as Class B shares. Holders of Class A shares shall have voting rights and all other rights to which shareholders are entitled under Florida law. Holders of Class B shares shall have no voting rights (except to the extent, if any, that voting is specifically required under applicable Florida law) but otherwise shall have all rights to which shareholders are entitled under Florida law. Except for the lack of voting rights, Class B shares shall be identical to Class A shares.

3. The date of the adoption of the foregoing amendment is June 13, 2001.
4. The foregoing amendment to the Articles of Incorporation of the Corporation was adopted by Louis L. Hamby III, the sole incorporator of the Corporation, and therefore shareholder action was not required.

  
LOUIS L. HAMBY III, Sole Incorporator