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DUFFEY & DOLAN, P.A.

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416 BURNS COURT
SARASOTA, FL 34236

March 21, 2001

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*****78.75 *****78.75

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

RE: Hopkins Biotech Development Corporation

Dear Division Personnel:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for the following:

Please send the Certified copy to the following address:

Samuel S. Duffey
416 Burns Court
Sarasota, FL 34236

If you have any questions regarding this filing, please call at (941) 954-4536. Thank you.

Best Regards,


Samuel S. Duffey, President

SSD/nal
Enclosures

FILED
01 APR 26 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMITH APR 30 2001

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ARTICLES OF INCORPORATION
of
Hopkins Biotech Development Corporation

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

ARTICLE I NAME

The name of the corporation shall be:
Hopkins Biotech Development Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and/or mailing address is:

416 Burns Court
Sarasota, Florida 34236

ARTICLE III PURPOSE

This corporation is being organized as a business development company and to conduct such other activities as may be legal and appropriate.

ARTICLE IV SHARES

The number of shares of capital stock authorized is 20,000,000 shares at \$.001 par value per share consisting of 18,000,000 shares of Common Stock and 2,000,000 shares of Class A Preferred Stock. The shares of Class A Preferred Stock shall: (i) be entitled as a Class to elect two (2) directors; (ii) shall, at the discretion of the holder, be convertible into that number of shares of Common Stock which equals twenty (20%) percent of the shares of Common Stock outstanding, immediately following the conversion, giving full effect to all outstanding options and rights to acquire shares of capital stock; and (iii) shall participate equally with Common Stock on a "share-by-share" basis in dividends as and when declared, liquidating distributions, and voting on all matters other than on the election of directors.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent is:

Samuel S. Duffey
416 Burns Court
Sarasota, Florida 34236

ARTICLE VI INCORPORATOR

The name and address of the Incorporators are:

Francis E. O'Donnell, Jr., MD
416 Burns Court

Sam Cooper
2510 S. Germantown Rd.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LHC.
02-14-01
2-15-01

Sarasota, Florida 34236

Germantown, Tennessee 38138


AGENT

INCORPORATION

ACCEPTANCE OF REGISTERED

DESIGNATED IN ARTICLES OF

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Samuel S. Duffey, Registered Agent

2-15-01

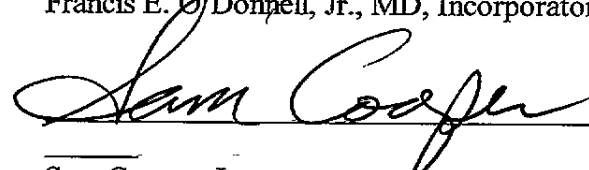
Date:



Francis E. O'Donnell, Jr., MD, Incorporator

2-15-01

Date:



Sam Cooper, Incorporator

2-14-01

Date:

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TALLAHASSEE, FLORIDA