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NanoScience, Inc.  
1900 Corporate Blvd., Suite 305 West  
Boca Raton, Florida 33431  
Telephone (561) 241-9921 Fax (561) 241-7011

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-03/25/02--01004--009

\*\*\*\*\*78.75 \*\*\*\*\*78.75

March 15, 2002

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
02 MAR 22 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RE: Articles of Incorporation for NanoScience, Inc.

To Whom it May Concern:

Attached please find the original Articles of Incorporation for NanoScience, Inc. along with one copy for certification and a check in the amount of \$78.75 made out to the Department of State to cover the filing fees and Certified Copy fee.

If you have any questions, please do not hesitate to contact me.

Very truly yours,  
NanoScience, Inc.

*Linda B. Coviello*

Linda B. Coviello  
Corporate Secretary

ARTICLES OF INCORPORATION  
OF  
NanoScience, Inc.

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**ARTICLE I - NAME**

The name of this corporation is NanoScience, Inc.

**ARTICLE II - DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III - PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100,000,000 shares of Common Stock of \$0.001 par value, and 5,000,000 shares of Preferred Stock.

**ARTICLE V - PRINCIPAL OFFICE**

The principal office address of NanoScience, Inc. is 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431 which is the same address as the registered office of the corporation.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431, and the name of the initial registered agent of this corporation at the address is Milton H. Barbarosh.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of the corporation is:

Milton H. Barbarosh  
1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431

**ARTICLE VIII - INCORPORATOR**

The name and the address of the person signing these Articles is Milton H. Barbarosh, 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431.

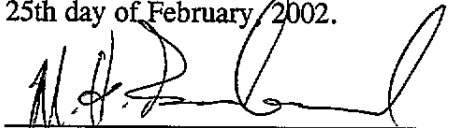
### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

### **ARTICLE X - CONFLICTS OF INTEREST**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that the firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any director of this corporation who is also a director of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation not so interested. If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this corporation would otherwise be required to authorize any such contract or transaction, and if the vote or consent of such contract of transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transacting, then and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transition with the same full force and effect as if the same had been authorized.

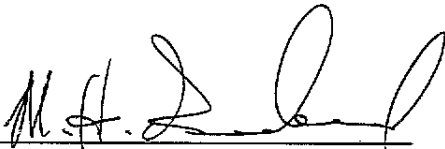
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of February, 2002.

  
\_\_\_\_\_  
Milton H. Barbarosh

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

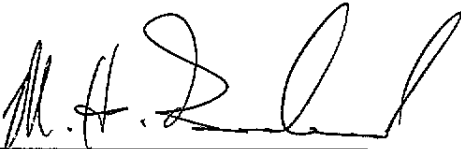
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST -- THAT NanoScience, Inc., DESIRING TO ORGANIZE OR QUALIFY UNDER THE  
LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS IN THE  
CITY OF BOCA RATON, FLORIDA, WITH AN ADDRESS OF 1900 Corporate Blvd., N.W.,  
Suite 305 West, Boca Raton, FL 33431, HAS NAMED Milton H. Barbarosh AS REGISTERED  
AGENT, LOCATED AT 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431,  
STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature   
Milton H. Barbarosh. Subscriber

Date: February 25, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE  
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS  
OFF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

Signature   
Milton H. Barbarosh

Date: February 25, 2002

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