

Division of Corporations

Page 1 of 1

P03000054008

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000035243 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0380

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)222-9428

*Please refile
and backdate
to 2/10/05
Thanks!
Jennifer*

RECEIVED -
05 FEB 14 PM 4:53
DIVISION OF CORPORATIONS

BASIC AMENDMENT

INTERCEPT BIOMEDICAL TECHNOLOGY, INC.

Certificate of Status	0
Certified Copy	0
Page Count	085
Estimated Charge	\$35.00

FILED
05 FEB 10 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

original rec'd 2/10/05 4:03PM. ac

Electronic Filing Menu

Corporate Filing

Public Access Help

*ac 2/15
n/chg
amend*

02/14/2005 16:49

18502229428

02/11/2005 11:10

CTCORPORATIONSYSTEM

PAGE 02/05

PAGE 001/001

Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 11, 2005

INTERCEPT BIOMEDICAL TECHNOLOGY, INC.
21113 BIRDSNEST TERR.
BOCA RATON, FL 33433

SUBJECT: INTERCEPT BIOMEDICAL TECHNOLOGY, INC.
REF: P03000054008

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Anna Chesnut
Document Specialist

FAX Aud. #: H05000035243
Letter Number: 805A00009832

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

PAGE 03/05
FILED
05 FEB 10 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
INTERCEPT BIOMEDICAL TECHNOLOGY, INC.**

Pursuant to the provisions of Section 607.1006 of the *Florida Business Corporation Act*, **INTERCEPT BIOMEDICAL TECHNOLOGY, INC.**, a corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

1. The name of the corporation is Intercept Biomedical Technology, Inc. (the "Corporation"). The original Articles of Incorporation were filed on May 16, 2003. The original name of the Corporation was Intercept Biomedical Systems Incorporated.
2. Pursuant to written consents of the shareholders and the Board of Directors of the Corporation, in lieu of special meetings, which votes were sufficient for approval, the following amendments were adopted by the shareholders and Board of Directors of the Corporation on February 8, 2005:

RESOLVED, that Article I of the Corporation's Articles of Incorporation filed with the Secretary of State of Florida be amended in its entirety to read as follows:

**"ARTICLE I
NAME**

The name of this corporation is:

PALION MEDICAL CORPORATION."

RESOLVED, that Article II of the Corporation's Articles of Incorporation filed with the Secretary of State of Florida be amended in its entirety to read as follows:

**"ARTICLE II
PRINCIPAL OFFICE**

The Principal Office of the corporation is:

250 West 57th Street, Suite 1716
New York, NY 10107."

02/14/2005 16:49 18502229428

CTCORPORATIONSYSTEM

PAGE 04/05

02/11/2005 16:24 12123332056

PRESENT INVESTMENTS

PAGE 03

- 2 -

RESOLVED, that Article VI of the Corporation's Articles of Incorporation filed with the Secretary of State of Florida be amended in its entirety to read as follows:

**"ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address of the registered office of the corporation is:

1736 Persimmon Drive
Naples, FL 34109.

The name of the registered agent of the corporation at that address is:

Dr. Klaus Lederer."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

WHEREUPON, at New York, NY, this 9th day of February, 2005, the Corporation has caused its duly authorized officer to execute these Articles of Amendment to Articles of Incorporation so that, on filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

**INTERCEPT BIOMEDICAL
TECHNOLOGY, INC.**, a Florida corporation

By: David Present

Dr. David Present
President

I hereby am familiar with and accept the duties and responsibilities as registered agent for said company.

By: _____

Dr. Klaus Lederer
Chairman

02/14/2005 16:49 18502229428

CTCORPORATIONSYSTEM

PAGE 05/05

02/11/2005 17:34 12123332856
Feb 11 05 04:33p Klaus Lederer

PRESENT INVESTMENTS
1 239 594 0784

PAGE 02
P.2

- 2 -

RESOLVED, that Article VI of the Corporation's Articles of Incorporation filed with the Secretary of State of Florida be amended in its entirety to read as follows:

**"ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address of the registered office of the corporation is:

1736 Persimmon Drive
Naples, FL 34109.

The name of the registered agent of the corporation at that address is:

Dr. Klaus Lederer."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

WHEREUPON, at New York, NY, this 9th day of February, 2005, the Corporation has caused its duly authorized officer to execute these Articles of Amendment to Articles of Incorporation so that, on filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

**INTERCEPT BIOMEDICAL
TECHNOLOGY, INC.**, a Florida corporation

By:

Dr. David Present
President

I hereby am familiar with and accept the duties and responsibilities as registered agent for said company.

By:



Dr. Klaus Lederer
Chairman