

P090000017921

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2009 MAR 13 PM 1:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TB

3/16/09

James Thomas Mixon
1827 Thornhill Road
#206
Wesley Chapel, FL. 33544-4912
Tel: (813) 774-6654

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

March 10, 2009

Dear Florida Department of State Division of Corporations,

Kherion Biotech, Inc. requests that its Articles of Incorporation be amended to reflect the Company's new mailing address and the change of titles of the listed officers (and change of address of Dr. Marc Creus):

New Mailing Address:

8875 Hidden River Parkway
Suite 300
Tampa, FL. 33637-2087

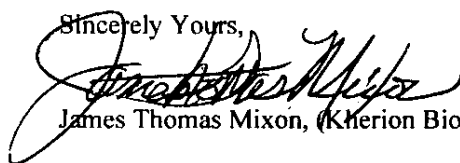
Amendments to Officers:

Title: CEO & Chairman
Dr. James Patrick Mixon
1827 Thornhill Road
#206
Wesley Chapel, FL. 33544-4912

Title: VP of Research & Development
Dr. Marc Creus
Rue Theodore – Weber 11
Geneva 1208
Switzerland

Title: VP of Finance
Mr. James Thomas Mixon
1827 Thornhill Road
#206
Wesley Chapel, FL. 33544-4912

Sincerely Yours,



James Thomas Mixon, (Kherion Biotech, Inc., VP of Finance)

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: KHERION BIOTECH, INC. +

DOCUMENT NUMBER: P09000017921 +

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MR. JAMES THOMAS MIXON
(Name of Contact Person)

KHERION BIOTECH, INC.
(Firm/ Company)

1827 THORNHILL ROAD; #206
(Address)

WESLEY CHAPEL, FL. 33544-4912
(City/ State and Zip Code)

For further information concerning this matter, please call:

DR. JAMES PATRICK MIXON at (813) 774-6654
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

KHERION BIOTECH, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P09000017921

(Document Number of Corporation (if known))

FILED
2009 MAR 13 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

8875 HIDDEN RIVER PARKWAY

SUITE 300

TAMPA, FL. 33637-2087

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

- **If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
CEO AN	Dr. James Patrick Mixon	1827 Thornhill Road # 206 Wesley Chapel, FL. 33544-4912	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
VP OF J	Dr. Marc Creus	Rue Theodore - Weber 11 Geneva 1208 Switzerland	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
VP OF E	Mr. James Thomas Mixon	1827 Thornhill Road # 206 Wesley Chapel, FL. 33544-4912	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

- E. If amending or adding additional Articles, enter change(s) here:**
(attach additional sheets, if necessary). (Be specific)

- F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**
(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: MARCH 09, 2009

Effective date if applicable: MARCH 09, 2009

(no more than 90 days after amendment file date)

Adoption of Amendment(s)

(CHECK ONE)

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

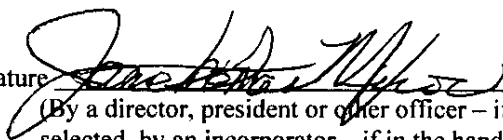
by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated MARCH 10, 2009

Signature



(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JAMES THOMAS MIXON

(Typed or printed name of person signing)

VP OF FINANCE

(Title of person signing)