

**Electronic Articles of Incorporation
For**

P09000032509
FILED
April 10, 2009
Sec. Of State
jshivers

TETHYS BIOSCIENCE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TETHYS BIOSCIENCE, INC.

Article II

The principal place of business address:

5858 HORTON STREET
550
EMERYVILLE, CA. 94608

The mailing address of the corporation is:

5858 HORTON STREET
550
EMERYVILLE, CA. 94608

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

32220350

Article V

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

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE
4
WESTON, FL. 33331

I certify that I am familiar with and accept the responsibilities of registered agent.

P09000032509
FILED
April 10, 2009
Sec. Of State
jshivers

Registered Agent Signature: AMY PURDY

Article VI

The name and address of the incorporator is:

MICHAEL S. URDEA
5858 HORTON STREET
550
EMERYVILLE, CA 94608

Incorporator Signature: MICHAEL S. URDEA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
MICHAEL S URDEA
5858 HORTON STREET, SUITE 550
EMERYVILLE, CA. 94608

Title: DIR
GEORGE DEVRIES
5858 HORTON STREET, SUITE 550
EMERYVILLE, CA. 94608