

P12000094381

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BISCAYNE PHARMACEUTICALS INC.

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Amend.

12-26-12

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BISCAYNE PHARMACEUTICALS INC.**

I

The name of this corporation is Biscayne Pharmaceuticals Inc. (the "Corporation"). The initial Articles of Incorporation (the "Articles") of the Corporation were filed with the Florida Department of State on November 13, 2012, under Document Number P12000094381.

II

The following amendment to the Articles was approved by the shareholders of the Corporation by written consent dated December 21, 2012 and the sole director of the Corporation by written consent dated December 21, 2012, both in accordance with the applicable provisions of the Florida Business Corporation Act. The number of votes cast for the amendment by the shareholders was sufficient for approval.

III

Article IV of the Articles is hereby deleted in its entirety and replaced by a new Article IV as follows:

"The total number of shares of common stock which the Corporation is authorized to issue is 500,000 shares, per value \$0.01 per share ("Common Stock").

Effective as of the time of filing of these Articles of Amendment to Articles of Incorporation in the office of the Florida Department of State (the "Effective Time"), each issued and outstanding share of the Corporation's previously authorized Common Stock (the "Old Stock"), shall thereby and thereupon be reclassified into 440 validly issued, fully paid and nonassessable shares of Common Stock of the Corporation (the "New Stock"), reflecting a 440 for 1 stock split; provided, however, that no fractional shares shall be issued pursuant to such reclassification and any fractional shares of New Stock which would otherwise be issued pursuant to such reclassification shall be rounded up to one share of New Stock. Each stock certificate that, immediately prior to the Effective Time, represented shares of Old Stock shall, from and after the Effective Time, automatically and without the necessity of presenting the same for exchange, represent that number of shares of New Stock into which the shares of Old Stock represented by such certificate shall have been reclassified hereby; provided, however, that each holder of record of a certificate that represented shares of Old Stock shall receive, upon surrender of such stock certificate, a new certificate evidencing and representing the number of shares of New Stock into which the shares of Old Stock represented by such certificate shall have been

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reclassified hereby. No cash will be paid or distributed as a result of the
aforementioned split of the Corporation's Old Stock."

IV

Except as hereby amended, the Articles shall remain the same.

V

The effective date of this amendment shall be upon the filing of these Articles of
Amendment to Articles of Incorporation with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Amendment to Articles of Incorporation as of the 21 day of December, 2012.

By: 
Name: Samuel J. Reich
Title: President

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