

**IVAX**

IVAX Corporation  
4400 Biscayne Boulevard  
Miami, Florida 33137  
Telephone: 305-575-6000

P98000051956

June 5, 1998

Via Federal Express

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: IVX BioScience, Inc.

Gentlemen:

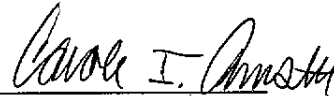
Enclosed herewith is an original and one copy of the Articles of Incorporation of the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the filing, registered agent and certified copy fees.

Upon the filing of the Articles of Incorporation, please send the certified copy to the undersigned in the stamped, pre-addressed envelope provided herein.

Thank you for your assistance in this matter. Should you have any questions, please call the undersigned directly at (305) 575-6032.

Very truly yours,

IVAX CORPORATION



Carole I. Amster  
Legal Assistant

Enclosures

cc: Jeffrey F. Eisenberg  
John Shaub

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**ARTICLES OF INCORPORATION  
OF  
IVX BIOSCIENCE, INC.**

FILED  
98 JUN -8 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is "IVX BioScience, Inc." (hereinafter called the "Corporation").

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act.

**ARTICLE III - ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office of the Corporation and the mailing address of the Corporation are 4400 Biscayne Boulevard, Miami, Florida 33137.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue shall be 1,000 shares of Common Stock, all of which are to have a par value of \$.01 per share.

**ARTICLE V - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 4400 Biscayne Boulevard, Miami, Florida 33137; and the name of the initial registered agent of the Corporation at that address is Armando A. Tabernilla.

**ARTICLE VI - INCORPORATOR**

The name and address of the person filing these Articles of Incorporation is Armando A. Tabernilla, 4400 Biscayne Boulevard, Miami, Florida 33137.

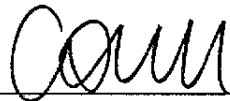
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on June 5, 1998.



Armando A. Tabernilla,  
Incorporator

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

The undersigned, having been appointed as the registered agent of IVX BioScience, Inc. in the foregoing Articles of Incorporation, accepts such appointment and acknowledges that he is familiar with, and accepts, the obligations of such position, including those set forth in Section 607.0501 of the Florida Statutes.

  
\_\_\_\_\_  
Armando A. Tabernilla  
Registered Agent

FILED  
98 JUN -8 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA