

CT CORPORATION SYSTEM

V57953

October 18, 2002

FILED
2002 OCT 18 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State, Florida
409 East Gaines Street
N/A
Tallahassee FL 32399

700008445827--5
-10/18/02--01029--020
*****35.00 *****35.00

Re: Order #: 5703155 SO
Customer Reference 1: 0
Customer Reference 2: 0

Dear Secretary of State, Florida:

Please file the attached:

Nephron Pharmaceuticals Corporation (FL)
Amendment
Florida

RECEIVED
02 OCT 18 AM 11:20
DIVISION OF CORPORATION

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

C. Coulliette OCT 18 2002

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NEPHRON PHARMACEUTICALS CORPORATION

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article III of the Articles of Incorporation of the corporation is amended to read as follows:

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having no par value, of which one thousand (1,000) shares shall be Class A Voting Common Stock and of which nine thousand (9,000) shares shall be Class B Non-Voting Common Stock.

SECOND: 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, are as follows:

Upon the filing of the Articles of Amendment to Articles of Incorporation by the Florida Secretary of State approving the amendment, each outstanding and issued share of existing Common Stock of the corporation, no par value per share, shall be converted into one share of newly authorized Class A Voting Common Stock, no par value per share, and nine shares of newly authorized Class B Non-Voting Common Stock, no par value per share, without requiring the surrender or exchange of any existing stock certificate.

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THIRD: The date of each amendment's adoption: October 7, 2002

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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.

Signed this 7th day of October, 2002

Signature William P. Kennedy
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

William P. Kennedy
Typed or printed name

Chief Executive Officer
Title