



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

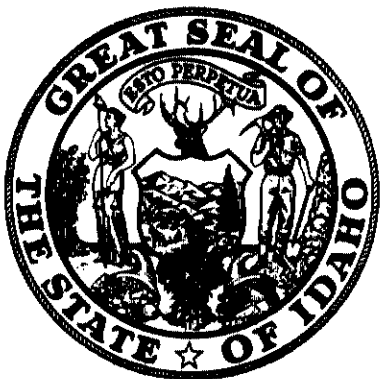
PIASA BIOTECHNOLOGY INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated:

September 9, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

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ARTICLES OF INCORPORATION

PIASA BIOTECHNOLOGY INC.

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- Article (1): The name of the corporation shall be PIASA BIOTECHNOLOGY INC. ~~PIASA BIOTECHNOLOGY INC.~~ *KSK*
- Article (2): The duration of the corporation shall be perpetual.
- Article (3): The purpose of the corporation shall be to carry out consulting, research and development, and technology licensing in the field of biotechnology, primarily in the area of animal cell culture, but may include the transaction of any or all lawful business for which corporations may be licensed under this act.
- Article (4): The aggregate total shares which the corporation shall have authority to issue is one thousand shares. The shares shall consist of one (1) class only, and all such shares are without par value.
- Article (5): In accordance with Internal Revenue Service regulations for subchapter-S corporations, there may be no more than thirty-five shareholders, no shareholder may be a foreign citizen, and none may be a corporation. All other I.R.S. regulations also apply.
- Article (6): The address of the initial registered office shall be; 2221 Brandon Street, Idaho Falls, Idaho, 83402. The name of the initial registered agent at that address shall be Dr. Leonard Keay.
- Article (7): The number of Directors constituting the initial Board of Directors shall be two (2), and will be Dr. Leonard Keay and Ms Hester S. Hahn, both of 2221 Brandon St., Idaho falls, ID 83402, who will remain Directors until such time as they are voted from office.
- Article (8): The names and addresses of each incorporator are:
Dr. Leonard Keay, 2221 Brandon St., Idaho Falls, ID 83402.
Ms. Hester S. Hahn, 2221 Brandon St., Idaho Falls, ID 83402.

Signed: *Leonard Keay* Printed Name: LEONARD KEAY Date: 8/31/91

Signed: *Hester S. Hahn* Printed Name: HESTER S. HAHN Date: 8/31/91