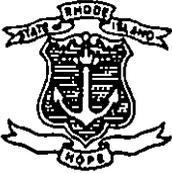


Filing Fee: \$150.00

ID Number: 103506



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is CryoWave Advanced Technology, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:
To design, manufacture, fabricate, market and sell gaseous wavemachinery products and any other legal purpose permitted consistent with the provisions of Title 7, Chapter 1.1 of the General Laws of the State of Rhode Island, also known as the "RHODE ISLAND BUSINESS CORPORATION ACT".

4. The aggregate number of shares which the corporation shall have authority to issue is:
(a) *If only one class:* Total number of shares 8,000 (If the authorized shares are to consist of one class only state the par value of such shares or a statement that all of such shares are to be without par value.):

NO PAR VALUE

or

(b) *If more than one class:* Total number of shares _____ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

see attached Addendum

FILED

NOV 18 1998

By

[Handwritten signature]
213691

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
NOV 18 1998

6. Provisions (if any) for the regulation of the internal affairs of the corporation:

none

7. The address of the initial registered office of the corporation is Five Aborn Street

(Street)

Cranston, RI 02905
(City/Town) (Zip Code)

and the name of its initial registered agent at such address is

Dr. Zhimin Hu, Ph.D.

8. The number of directors constituting the initial board of directors of the corporation is one and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

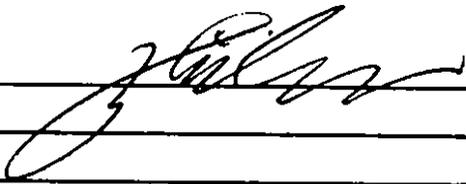
Title	Name	Address
Pres.	Dr. Zhimin Hu, Ph.D.	Five Aborn Street, Cranston, RI 02905

9. The name and address of each incorporator is:

Name	Address
Dr. Zhimin Hu, Ph.D.	see above

10. Date when corporate existence to begin upon filing
(not more than 30 days after filing of these articles of incorporation)

Dated November 16, 1998

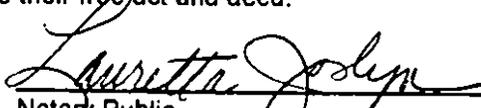


Signature of each Incorporator

STATE OF
COUNTY OF Providence

In CRANSTON, on this 16TH day of NOVEMBER, 1998, personally appeared before me DR. ZHIMIN HU, PH.D.

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.


Notary Public
My Commission Expires: AUGUST 21, 2002

CryoWave Advanced Technology, Inc.

Addendum to Articles of Incorporation

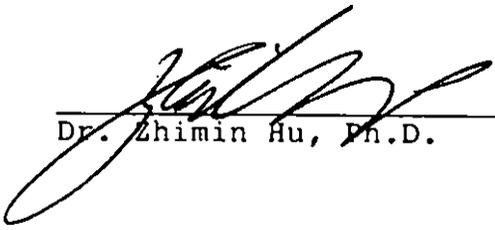
Provisions related to RIGL 7-1.1-24:

The capital stock of the corporation may be issued for such consideration, consisting of cash, services, personal property (tangible and intangible) or real estate as may be fixed from time to time by the Board of Directors.

When the Board of Directors determines to issue such capital stock, however, such issue shall initially be offered pro-rata to the then existing stockholders of record relative to their holdings in existence at that time, before said stock is offered to the public.

No stockholder shall transfer any shares of stock without and unless said stockholder shall first offer said shares intended for transfer or sale pro-rata to the then existing stockholders of record relative to their holdings in existence at that time. Said offer shall be made in writing at least thirty (30) days before any proposed sale to the stockholder at his/her mailing address as it appears in the records of the corporation.

**Assented to as to
form & substance:**


Dr. Zhimin Hu, Ph.D.