

F04000002857

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400028350784

02/11/04--01009--007 **70.00

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FEB 11 2004
TALLAHASSEE, FLORIDA

01/11/21 11:12:16

FILED

F04-2857
OK



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 1, 2004

JOHN C. THOMAS, JR.
200 NORTH COBB PARKWAY, SUITE 140
MARIETTA, GA 30062

SUBJECT: DARA BIOSCIENCES, INC.
Ref. Number: W04000007160

We have received your document for DARA BIOSCIENCES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 104A00013655

RECEIVED
FLORIDA
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

04 MAR 21 PM 12:45

FILED

Dara BioSciences, Inc.
1234 Airport Circle Road
Suite 105
Destin, Florida 32541

Phone: 850-650-1010

Fax: 850-650-2213

February 2, 2004

Florida Department of Revenue
5050 West Tennessee Street
Tallahassee, FL 32399-0100

Re: Document Number UCSFL30R

Dear Representative:

Enclosed is a notice we recently received relating to the tax liabilities associated with having employees in the State of Florida.

We did begin to have employees working out of the State of Florida in September of last year and unfortunately, I thought one of the individuals who was working there was taking care of registering with the State and getting the required identification numbers. When I sent the check down in December for the first two months of unemployment tax liability she sent it back to me indicating that it still needed to be filed. I apologize for not having done that.

I did go on line this weekend and complete what I believe is the registration process. A copy of that is included with this letter as well as two checks which pay for the unemployment liability for the payroll paid through December 31, 2003.

If you have any questions or if I need to complete any additional forms, please call me at 770-514-0077.

Thank you for helping us with this.

Sincerely,


John C. Thomas

Enc.

RECEIVED
FLORIDA DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
JAN 21 PM 12:45

FILED



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 19, 2004

JOHN C. THOMAS, JR.
200 NORTH COBB PARKWAY, SUITE 140
MARIETTA, GA 30062

SUBJECT: DARA BIOSCIENCES, INC.
Ref. Number: W04000007160

We have received your document for DARA BIOSCIENCES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 404A00011423

RECEIVED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

02/19/04 2:12:46

FILED

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Dara BioSciences, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

John C. Thomas, Jr.

(Name of Person)

(Firm/Company)

200 North Cobb Parkway, Suite 140

(Address)

Marietta, Georgia 30062

(City/State and Zip code)

For further information concerning this matter, please call:

John C. Thomas, Jr.

(Name of Person)

at (770) 514-0077

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| ☒ \$70.00 Filing Fee | ☐ \$78.75 Filing Fee &
Certificate of Status | ☐ \$78.75 Filing Fee &
Certified Copy | ☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|--|--|---|---|

RECEIVED BY STATE
TALLAHASSEE, FLORIDA

04 MAY 21 PM 12:46

FILED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Dara BioSciences, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 32-0088047

(FEI number, if applicable)

4. October 17, 2002

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. October 1, 2003

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1234 Airport Road, Suite 105, Destin, Florida 32541

(Principal office address)

1234 Airport Road, Suite 105, Destin, Florida 32541

(Current mailing address)

8. Administrative offices of Chairman of the Board

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT acceptable)**

Name: Steve Gorlin

Office Address: 1234 Airport Road, Suite 105

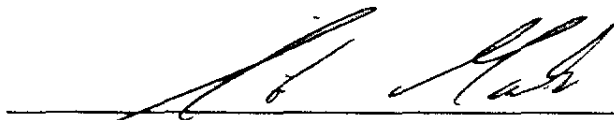
Destin,, Florida 32431

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

FILED
JUL 21 PM 12:16
TALLAHASSEE, FLORIDA
CLERK OF THE COURT

A. DIRECTORS

Chairman: Steve Gorlin

Address: 1234 Airport Road, Suite 105

Destin, Florida 32541

Vice Chairman: _____

Address: _____

Director: Louis Herlands

Address: 21 Ellsworth Ave.

Cambridge, MA 02139

Director: Richard Franco

Address: 7229 Manor Oaks Dr.

Raleigh, NC 27615

B. OFFICERS

President: Richard Franco

Address: 7229 Manor Oaks Dr.

Raleigh, NC 27615

Vice President: _____

Address: _____

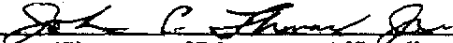
Secretary: John C. Thomas, Jr.

Address: 200 North Cobb Parkway, Suite 140, Marietta, GA 30062

Treasurer: John C. Thomas, Jr.

Address: 200 North Cobb Parkway, Suite 140, Marietta, GA 30062

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. John C. Thomas, Jr.
(Typed or printed name and capacity of person signing application)

FILED
JAN 21 PM 12:16
TALLAHASSEE, FLORIDA
RECEIVED

Delaware

PAGE 1

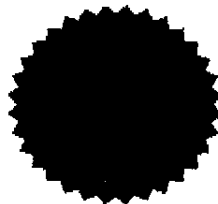
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DARA BIOSCIENCES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DARA BIOSCIENCES, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3580892 8300

AUTHENTICATION: 3077396

040307033

DATE: 04-28-04