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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

Vigilant Biosciences, Inc.

Certificate of Status	0
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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. Vigilant 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 3. 27-4576083
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/11/2011 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 701 Brickell Avenue, Suite 1550, Miami, Florida 33131
(Principal office address)
- 701 Brickell Avenue, Suite 1550, Miami, Florida 33131
(Current mailing address)

8. All lawful business
(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 NOT acceptable)

Name: Business Filings Incorporated

Office Address: 515 E. Park Avenue

Tallahassee, Florida 32301
(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.

Mark Williams Mark Williams, AVP, Business Filings Incorporated
(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.

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

A. DIRECTORS

Chairman: Matthew H.J. KimAddress: 701 Brickell Avenue, Suite 1550, Miami, Florida 33131

Vice Chairman: _____

Address: _____

Director: David BarshisAddress: 11413 N. 54th Street, Scottsdale, Arizona 85245Director: Jeffrey GoodmanAddress: 450 Sandy Key, Melbourne Beach, Florida 32951

B. OFFICERS

President: Matthew H.J. KimAddress: 701 Brickell Avenue, Suite 1550, Miami, Florida 33131Vice President: Matthew H.J. KimAddress: 701 Brickell Avenue, Suite 1550, Miami, Florida 33131Secretary: Matthew H.J. KimAddress: 701 Brickell Avenue, Suite 1550, Miami, Florida 33131Treasurer: Matthew H.J. KimAddress: 701 Brickell Avenue, Suite 1550, Miami, Florida 33131

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. Matthew H.J. Kim, President & Chairman

(Typed or printed name and capacity of person signing application)

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**Attachment to the Application for Authorization to Transact Business in Florida
For
Vigilant Biosciences, Inc.**

12A: Additional Director Information:

Jeffrey Marrazzo, 189 Schermerhorn Street, #23A, Brooklyn, New York 11201

Eric Stone, 370 28th Street, San Francisco, California 94131

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIGILANT 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-SEVENTH DAY OF MARCH, A.D. 2012.

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

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

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9460745

DATE: 03-27-12