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Division of Corporations

## Florida Department of State

Division of Corporations

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VITAL PHARMACEUTICALS, INC.**

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
OF VITAL PHARMACEUTICALS, INC.  
a Florida Corporation

Dated: March 18, 2024

Pursuant to the provisions of Section 607.1006, Florida Statutes, VITAL PHARMACEUTICALS, INC., a Florida corporation (the "Corporation"), document number *P9600000071*, that filed its Articles of Incorporation with the Florida Department of State on May 7, 1996, hereby adopts the following amendment to its Articles of Incorporation:

The Corporation's Articles of Incorporation are hereby amended by deleting Articles Four and Five in their entirety and inserting the new Articles Four and Five to read as follows:

ARTICLE FOUR

**Capitalization**

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of Common Stock. Such share shall be of a single class, and shall have a par value of \$1.00 per share. Any shares of Common Stock purchased or otherwise acquired by the Corporation in any manner whatsoever shall be retired and canceled promptly after the acquisition thereof. All such shares shall upon their cancellation become authorized but unissued shares of Common Stock and may be reissued subject to the conditions and restrictions on issuance set forth herein.

ARTICLE FIVE

**Pre-emptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

This amendment was approved by action by written consent of all the members of the board of directors of the Corporation dated as of March 18, 2024.

*[Signature Page to Follow]*

FILED  
2024 MAR 20  
TALLAHASSEE

The undersigned have executed these Articles of Amendment as of the date first written above.

VITAL PHARMACEUTICALS, INC.

By: 

Name: Steven Balasiano, not in his individual capacity but as the Liquidating Trustee

Title: Liquidating Trustee of Vital Pharmaceuticals, Inc.

FILED  
2024 MAR 20 AM 11:06  
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