

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SMART Biotechnologies, 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," or "Certificate of Good Standing" 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:

Paul A. Hassie

Name of Person

SMART Biotechnologies, Inc.

Firm/Company

3630 SW 47th Avenue, Suite 100

Address

Gainesville, FL 32608

City/State and Zip code

phassie@xhale.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Paul A. Hassie

Name of Person

at (352) 327-4314

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. **SMART Biotechnologies, 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. **46-0857034**

(FEI number, if applicable)

4. **8/23/2012**

(Date of incorporation)

5. **Perpetual**

(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. **3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608**

(Principal office address)

3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

(Current mailing address)

8. **Medical Device Product Development**

(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: **David Jeffries**

Office Address: **1227 N. Franklin Street**

Tampa

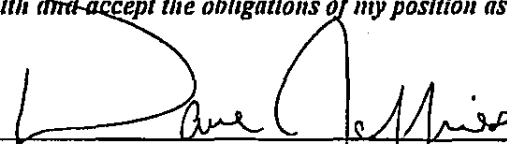
(City)

, Florida **33602**

(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.

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

A. DIRECTORS

Chairman: See Attached Listing

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: John F. Harper

Address: 3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Vice President: Susan Baumgartner

Address: 3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Secretary: Paul A. Hassie

Address: 3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Treasurer: Paul A. Hassie

Address: 3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

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

13. Paul A. Hassie

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Paul A. Hassie

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

SMART Biotechnologies, Inc.
New Filing Addendum

12. A. DIRECTORS

Chairman John F. Harper
3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Director Richard R. Allen
3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Director Donn Dennis
3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Director Susan Baumgartner
3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

Director S. Tucker Johnson
3630 SW 47th Avenue, Suite 100, Gainesville, FL 32608

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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 "SMART BIOTECHNOLOGIES, 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 THIRTY-FIRST DAY OF JANUARY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SMART BIOTECHNOLOGIES, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2012.

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

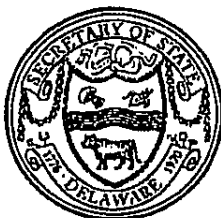
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0184287

DATE: 01-31-13