

F09000002079

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

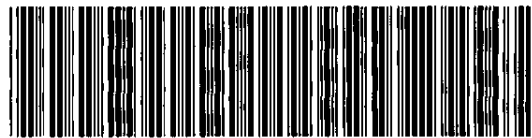
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W09-22085



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FILED
SECRETARY OF STATE
DIVISION OF REGISTRATION
2009 MAY 21 PM 2:31

5/22/09

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Axial Biotech, 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:

Kyle Fetter
Name of Person
Axial Biotech Inc
Firm/Company
2749 East Parleys Way, Suite 200
Address
Salt Lake City, UT, 84109
City/State and Zip code
kfetter@axialbiotech.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kyle Fetter at (801) 984-9107
Name of Person 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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TALLAHASSEE, FL
DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
FLORIDA DEPARTMENT OF STATE
09 MAY 21 PM 12:22

May 11, 2009

KYLE FETTER
2749 EAST PARLEYS WAY
SUITE 200
SALT LAKE CITY, UT 84109

SUBJECT: AXIAL BIOTECH, INC.
Ref. Number: W09000022085

We have received your document for AXIAL BIOTECH, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director.

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

The COS must match the "State of Incorporation" designated on line #2 of your application.

Please return the corrected original and one copy of 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 009A00015932

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STATE DEPT OF STATE
DIVISION OF CORPORATIONS
2009 MAY 21 PM 2:31

**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. Axial Biotech, 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. 550889768
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/20/2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 2749 East Parkways Way, Suite 200, Salt Lake City, UT, 84109
(Principal office address)

2749 East Parkways Way, Suite 200, Salt Lake City, UT, 84109
(Current mailing address)

8. Outsourced laboratory (clinical) Services
(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: CorpDirect Agents, Inc.

Office Address: 515 East Park Ave

Tallahassee, Florida 32301
(City) (Zip code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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.

Michelle Holden, Asst. Sect.
(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:

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SECRETARY OF STATE
DIVISION OF CORPORATION

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A. DIRECTORS

Chairman: Kenneth Ward, M.D.

Address: 2749 East Parleys Way
Salt Lake City, UT, 84109

Vice Chairman: John M Climaco

Address: 2749 East Parleys Way
Salt Lake City, UT, 84109

Director: Dinesh Patel, Ph.D.

Address: ~~2749 E~~ 2795 E Cottonwood Pkwy, Suite #360
Salt Lake City, UT 84121

Director: Roger Guidi

Address: 410 George Street
New Brunswick, NJ 08901

B. OFFICERS

President: John M. Climaco

Address: ~~2749 E~~ 2749 E Parleys Way
Salt Lake City, UT, 84109

Vice President: Eric Olson

Address: ~~2749 E~~ 2749 E. Parleys Way
Salt Lake City, UT, 84109

Secretary: Laura Hallag

Address: ~~2749 E~~ 2749 E. Parleys Way,
~~2749 E~~ Salt Lake City, UT, 84109

Treasurer: Danielle Hayes

Address: ~~2749 E~~ 2749 E. Parleys Way,
~~2749 E~~ Salt Lake City, UT, 84109

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

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

14. Danielle Hayes
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

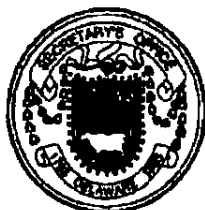
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "AXIAL BIOTECH, INC." IS DULY
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN
GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE
RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF MAY,
A.D. 2009.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

3586939 8300

090491000

You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7308935

DATE: 05-18-09