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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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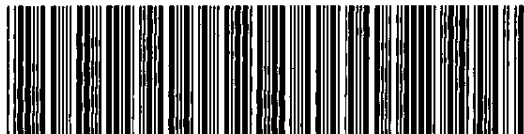
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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10 MAR 15 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRD  
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10-9892

COVER LETTER

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TO: New Filing Section  
Division of Corporations

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

SUBJECT: Accera, 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:

JERRIS SMITH

Name of Person

ACCERA, INC.

Firm/Company

380 Interlocken Crescent #780

Address

Broomfield, CO 80021

City/State and Zip code

jsmith@accera-pharma.com

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

For further information concerning this matter, please call:

JERRIS SMITH

Name of Person

at ( 303 ) 999.3724

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

**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. Accera, 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. 84-1587630  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/2/2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2/1/2009  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 380 Interlocken Crescent #780, Broomfield, CO 80021  
(Principal office address)

380 Interlocken Crescent #780, Broomfield, CO 80021  
(Current mailing address)

8. We sell prescription medical food products to wholesalers.  
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.*

Hiedi M. Liesch

(Registered agent's signature)

**Hiedi Liesch**  
Assistant Secretary

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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TALLAHASSEE, FLORIDA

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

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**A. DIRECTORS**

Chairman: CLAUDE NASH

Address: 2400 Beaver Hill Road, Birchrunville, PA 19001  
TALLAHASSEE, FLORIDA

Director:

Vice Chairman: GARY HOOPER

Address: 425 Market St. 2nd Floor, San Francisco, CA 94105

Director: WOLFGANG REICHENBERGER

Address: Cable Beach Ct #1 West Bay Street Box N-7532, Nassau Bahamas

Director: THOMAS WERNER

Address: Zur Aussichtswarte 17, 86919 Utting a. Ammersee Germany

Director: GUNNAR WEIKERT

Address: Route de Coppet 26 A 1291 Commugny Switzerland

**B. OFFICERS**

President: STEVE DRNDORFF

Address: 380 Interlocken Crescent #780 Broomfield CO 80021

Vice President: GREGORY KADING

Address: 380 Interlocken Crescent #780 Broomfield CO 80021

Vice President:

Secretary: William Poncey

Address: 380 Interlocken Crescent #780 Broomfield CO 80021

Treasurer:

Address:

**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. GREGORY J. KADING

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

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OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

10 MAR 15 AM 8:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE**

I, Bernie Buescher, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

**ACCERA, INC.**

is an entity formed or registered under the law of **Delaware** has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20031144832.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 02/11/2010 that have been posted, and by documents delivered to this office electronically through 02/16/2010 @ 15:17:59.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 02/16/2010 @ 15:17:59 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 7576162.



*Bernie Buescher*

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*

*Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."*