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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
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*DR*  
8/8/14  
8/7/2014

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** MEDWORTH ACQUISITION CORP.

Name of Corporation

**DOCUMENT NUMBER:** F13000002771

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles F. Fistel

Name of Contact Person

MERGEWORTHX CORP.

Firm/Company

P.O. Box 310091

Address

Miami, FL 33231-0091

City/State and Zip Code

Medworth1@gmail.com

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

For further information concerning this matter, please call:

Charles F. Fistel

at ( 305 ) 785-3900

Name of Contact Person

Area Code & Daytime Telephone Number

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**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

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

(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MEDWORTH ACQUISITION CORP.", CHANGING ITS NAME FROM "MEDWORTH ACQUISITION CORP." TO "MERGEWORTHRX CORP.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 2013, AT 9:31 O'CLOCK A.M.

5277367 8100

141046007

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1602374

DATE: 08-07-14

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:33 AM 11/27/2013  
FILED 09:31 AM 11/27/2013  
SRV 131356594 - 5277367 FILE

CERTIFICATE OF AMENDMENT  
TO  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
MEDWORTH ACQUISITION CORP.

MedWorth Acquisition Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies that:

1. The name of the Corporation is "MedWorth Acquisition Corp."
2. The date on which the Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware is June 25, 2013.
3. This Certificate of Amendment was duly adopted by written consents of the Board of Directors and stockholders of the Corporation, acting in accordance with the provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.
4. The text of the first article of the Corporation's Amended and Restated Certification of Incorporation is hereby amended and restated to read in its entirety as follows:

FIRST: The name of the corporation is MergeWorthRx Corp. (hereinafter sometimes referred to as the "Corporation").

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by Anthony Minnuto, its Executive Chairman as of this 27<sup>th</sup> day of November, 2013.

MEDWORTH ACQUISITION CORP.

By   
Anthony Minnuto, Executive Chairman