

## Florida Department of State

Division of Corporations
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To:

Division of Corporations

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From:

Account Name : C T CORPORATION SYSTEM

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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address:

COR AMND/RESTATE/CORRECT OR O/D RESIGN MEDWORTH ACQUISITION CORP.

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Electronic Filing Menu

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Help

8/1/2014

## **COVER LETTER**

TO: Amendment Section Division of Corporations			
SUBJECT: MEDWORTH ACQUISITION CO	RP.		
Nam	e of Corporation		
DOCUMENT NUMBER: F13000002771			
The enclosed Amendment and fee are sub-	mitted for filing.		
Please return all correspondence concerning	ng this matter to the following:		
Charles F. Fistel			
Name of Contact Person			
MERGEWORTHRX CORP.			
Firm/Company	<del></del>		
P.O. Box 310091			
Address			
Miami, FL 33231-0091			
City/State and Zip Code			
Medworth 1@gmail.com			
E-mail address: (to be used for future and	nual report notification)		
For further information concerning this ma	atter, please call:		
Charles F. Fistel	305 785-3900 at ( )		
Name of Contact Person	Area Code & Daytime Telephone Number		
Enclosed is a check for the following amor	unt:		
\$35.00 Filing Fee S43.75 Filing Fee Certificate of State	& \$43.75 Filing Fee & Certificate of Status & Certificate Copy (Additional copy is enclosed)  \$52.50 Filing Fee, Certificate of Status & Certificate Copy (Additional copy is enclosed)		
Mailing Address:	Street Address:		
Amendment Section Division of Corporations			
P.O. Box 6327	Clifton Building		
Tallahassee, FL 32314	2661 Executive Center Circle		

Tallahassee, FL 32301

## PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

### SECTION I (1-3 MUST BE COMPLETED)

(1-3 MUST BE COMPLETED)		D)	sa A
F13000002771			<b>海</b>
	Document number of corporation (i	f known)	
MEDWODIEL ACOLITECTOR CORD			是 一
1. MEDWORTH ACQUISITION CORP.		d B	0 2
(Name or corpora	ation as it appears on the records of	the Department of State)	
2 Delaware	3.06/2	5/2013	95 0
(Incorporated under laws	ot)	Date authorized to do busin	ess in Florida)
(4-7 co.	SECTION II MPLETE ONLY THE APPLICAT	BLE CHANGES)	
4. If the amendment changes the name o	f the corporation, when was t	he change effected und	er the laws of
its jurisdiction of incorporation? 11/27	/2013		
MERGEWORTHIX CORP.			
(Name of corporation after the amend appropriate abbreviation, if not conta	ment, adding suffix "corpora nined in new name of the coη	ilon," "company," or "i oration)	incorporated," or
(If new name is unavailable in Florida, business in Florida)	, enter alternate corporate nar	ne adopted for the purp	ose of transacting
6. If the amendment changes the period	of duration, indicate new peri	od of duration.	
	(New duration)		
7. If the amendment changes the jurisdic	ction of incorporation, indicat	e new jurisdiction.	
	(New jurisdiction)		
Attached is a certificate or document 90 days prior to delivery of the application having custody of corporate records in the second seco	of similar import, evidencing ation to the Department of St to the jurisdiction under the la	the amendment, auther ate, by the Secretary of ws of which it is incorp	nticated not more than State or other official porated.
(Signature of a director, president or of a receiver or other court appointed	omer officer - it in the hands I fiduciory, by that fiduciury)		
CHARLES F. FISTEL	•	CEO	
(Typed or printed name of person	n signing)	(Title of person signi	ing)

# Delaware

## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO REREBY 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

TION: 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:

- 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 Hoard 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 MergoWorthRx 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 27th day of November, 2013.

MEDWORTH-&CQUISITION CORP.

Anthony Minnuto, Executive Chairman