

F14000003932

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

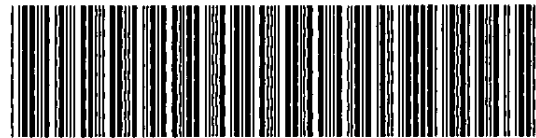
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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TAMM HALL, ROOM 7

174



CORPORATION SERVICE COMPANY

file first
* do not separate
please x

ACCOUNT NO. : I20000000195

REFERENCE : 294293 4800255

AUTHORIZATION

COST LIMIT : \$ 78.75

ORDER DATE : September 11, 2014

ORDER TIME : 4:52 PM

ORDER NO. : 294293-005

CUSTOMER NO: 4800255

FOREIGN FILINGS

NAME: RHODES PHARMACEUTICALS INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Rhodes Pharmaceuticals 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:

Jennifer Quinn-Felice

Name of Person

Chadbourne & Parke LLP

Firm/Company

1301 Avenue of the Americas, 23rd Floor

Address

New York, NY 10019-6022

City/State and Zip code

jquinn@chadbourne.com

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

For further information concerning this matter, please call:

Jennifer Quinn-Felice

Name of Person

at (212) 408-1005

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. Rhodes Pharmaceuticals Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

N/A
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 26-1916061
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 9, 2007 5. Perpetual
(Date of incorporation) (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. 498 Washington Street, Coventry, RI 02816
(Principal office address)

498 Washington Street, Coventry, RI 02816
(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

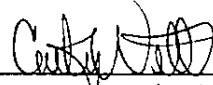
Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

9. 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.

Corporation Service Company

By:  Asst. VP
(Registered agent's signature)

10. 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
SEP 17 1997

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

A. DIRECTORS

Chairman: _____
Address: _____
ATTACHED HERETO AS ANNEX A IS A LIST OF OFFICERS AND
DIRECTORS OF RHODES PHARMACEUTICALS INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

12. _____

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.

13. Stuart D. Baker, Vice President and Assistant Secretary

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

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AND
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14 SEP 17 ANNEX A
AM 8:19

RHODES PHARMACEUTICALS INC.

SECRETARY OF STATE
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

Name	Title	Address
Peter Boer	Director	498 Washington Street Coventry, Rhode Island 02816
Eckhard Muhlhauser	Director	498 Washington Street Coventry, Rhode Island 02816
Carl Graf	Director	498 Washington Street Coventry, Rhode Island 02816
Holbrook Bugbee	Director	498 Washington Street Coventry, Rhode Island 02816
David Lundie	Director	498 Washington Street Coventry, Rhode Island 02816
Michael Collins	Director	498 Washington Street Coventry, Rhode Island 02816
Edward B. Mahony	Director and Secretary	498 Washington Street Coventry, Rhode Island 02816
Robert J. Kupper	Vice President, Chief Technology Officer	498 Washington Street Coventry, Rhode Island 02816
Stuart D. Baker	Vice President and Assistant Secretary	498 Washington Street Coventry, Rhode Island 02816
Robert Thebeau	Vice President, Sales and Marketing	498 Washington Street Coventry, Rhode Island 02816
David Fogel	Vice President, Controller and Supply Chain	498 Washington Street Coventry, Rhode Island 02816
Vincent F. Mancinelli II	Vice President, General Manager	498 Washington Street Coventry, Rhode Island 02816
Randy Shamblen	Vice President	498 Washington Street Coventry, Rhode Island 02816
David E. Long	Assistant Secretary	498 Washington Street Coventry, Rhode Island 02816

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State of New York
Department of State } ss:

SECRETARY OF STATE
TALLAMOUNTAIN BUILDING

I hereby certify, that the Certificate of Incorporation of RHODES PHARMACEUTICALS INC. was filed on 11/09/2007, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 16th day of September
two thousand and fourteen.*

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State