

F16000002407

(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:

Office Use Only



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11/21/17--01018--016 **35.00

NOV 22 2017
S. YOUNG

FILED
17 NOV 21 AM 4:25
JALAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Valley Campus Pharmacy, Inc.
Name of Corporation

DOCUMENT NUMBER: F16000002407

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Julia Black
Name of Contact Person

Diplomat Pharmacy, Inc.
Firm/Company

4100 S. Saginaw St.
Address

Flint, MI 48507
City/State and Zip Code

stateregistrations@diplomat.is
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Julia Black at (810) 768-9172
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input checked="" type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|--|---|--|---|

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

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)

F16000002407

(Document number of corporation (if known))

FILED
17 NOV 21 AM 4:25
TALLAHASSEE, FLORIDA

1. Valley Campus Pharmacy, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. California

(Incorporated under laws of)

3. 05/25/2016

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 08/07/2017

5. Diplomat Specialty Pharmacy of Los Angeles County, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

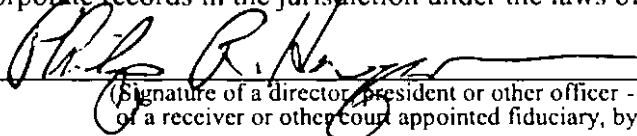
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Philip Hagerman

(Typed or printed name of person signing)

CEO

(Title of person signing)

17-075068



Secretary of State
Statement of Information
 (California Stock, Agricultural
 Cooperative and Foreign Corporations)

29

SI-550

FILED
 Secretary of State
 State of California

AUG 31 2017

IMPORTANT — Read instructions before completing this form.

Fees (Filing plus Disclosure) — \$25.00;

Copy Fees — First page \$1.00; each attachment page \$0.50;
 Certification Fee — \$5.00 plus copy fees

1. Corporation Name (Enter the exact name of the corporation as it is currently recorded with the California Secretary of State)

Diplomat Specialty Pharmacy of Los Angeles County, Inc.

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2. 7-Digit Secretary of State File Number

C3136408

3. Business Addresses

a. Street Address of Principal Executive Office - Do not list a P.O. Box 4100 S. Saginaw Street	City (no abbreviations) Flint	State MI	Zip Code 48507
b. Mailing Address of Corporation, if different than Item 3a 4100 S. Saginaw Street	City (no abbreviations) Flint	State MI	Zip Code 48507
c. Street Address of Principal California Office, if any and if different than Item 3a - Do not list a P.O. Box 15211 Vanowen St., Suite 301	City (no abbreviations) Van Nuys	State CA	Zip Code 91405

4. Officers

The Corporation is required to list all three of the officers set forth below. An additional title for the Chief Executive Officer and Chief Financial Officer may be added; however, the preprinted titles on this form must not be altered.

a. Chief Executive Officer/ Joel	First Name Joel	Middle Name	Last Name Saban	Suffix
Address 4100 S. Saginaw Street		City (no abbreviations) Flint	State MI	Zip Code 48507
b. Secretary Philip	First Name Philip	Middle Name	Last Name Hagerman	Suffix
Address 4100 S. Saginaw Street		City (no abbreviations) Flint	State MI	Zip Code 48507
c. Chief Financial Officer/ Philip	First Name Philip	Middle Name	Last Name Hagerman	Suffix
Address 4100 S. Saginaw Street		City (no abbreviations) Flint	State MI	Zip Code 48507

5. Director(s)

California Stock and Agricultural Cooperative Corporations ONLY. Item 6a: At least one name and address must be listed. If the Corporation has additional directors, enter the name(s) and addresses on Form SI-550A (see instructions).

a. First Name Philip	Middle Name	Last Name Hagerman	Suffix
Address 4100 S. Saginaw Street		City (no abbreviations) Flint	State MI Zip Code 48507
b. Number of Vacancies on the Board of Directors, if any <input type="checkbox"/>			

6. Agent for Service of Process

Item 6a and 6b: If the agent is an individual, the agent must reside in California and Item 6a and 6b must be completed with the agent's name and California address. Item 6c: If the agent is a California Registered Corporate Agent, a current agent registration certificate must be on file with the California Secretary of State and Item 6c must be completed (leave Item 6a-6b blank).

a. California Agent's First Name (if agent is not a corporation)	Middle Name	Last Name	Suffix
b. Street Address (if agent is not a corporation) - Do not list a P.O. Box		City (no abbreviations)	State CA Zip Code
c. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete item 6a or 6b Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service C1592199			

7. Type of Business

Describe the type of business or services of the Corporation
 Specialty Pharmacy

8. The Information contained herein, including in any attachments, is true and correct.

8-14-17
 Date

Philip Hagerman

Type or Print Name of Person Completing the Form

Secretary
 Title

Philip Hagerman
 Signature

A0801449



**Secretary of State
Certificate of Amendment of
Articles of Incorporation
Name Change Only - Stock**

AMDT-
STK-NA

IMPORTANT — Read Instructions before completing this form.

Filing Fee — \$30.00

Copy Fees — First Page \$1.00 & .50 for each attachment page;
Certification Fee — \$5.00

FILED *js*
Secretary of State
State of California

AUG 07 2017 *~*

100
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1. Corporation Name (Enter the exact name of the corporation as it currently is recorded with the California Secretary of State.)

Valley Campus Pharmacy, Inc.

2. 7-Digit Secretary of State File Number

C3136408

Item 3a: Enter the number, letter or other designation assigned to the provision in the Articles of Incorporation being amended (e.g., "I," "First," or "A"). **See Instructions** if the provision in the Articles of Incorporation being amended does not include a number, letter, or other designation. Any attachment is made part of this document.

3. New Corporation Name

Item 3b: Enter the new corporate name.

3a. Article 1 of the Articles of Incorporation is amended to read as shown in Item 3b below:

3b. The name of the corporation is Diplomat Specialty Pharmacy of Los Angeles County, Inc.

4. Approval Statements

4a. The Board of Directors has approved the amendment of the Articles of Incorporation.

4b. Shareholder approval was (check one):

☒ By the required vote of shareholders in accordance with California Corporations Code section 902. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

☐ Not required because the corporation has no outstanding shares.

5. Read, sign and date below (See instructions for signature requirements. Note: Both lines must be signed.)

We declare under penalty of perjury under the laws of the State of California that the matters set forth herein are true and correct of our own knowledge and we are authorized by California law to sign.

Date

7/17/2017

Signature

[Signature]

Paul Urick

Type or Print Name of President

Date

7-20-17

Signature

[Signature]

Philip Hagerman

Type or Print Name of Secretary

**CONSENT IN LIEU OF SPECIAL MEETING OF
THE SHAREHOLDER AND DIRECTORS OF
VALLEY CAMPUS PHARMACY, INC.**

July __, 2017

The undersigned constitute the sole shareholder (the "Shareholder") and all of the members of the board of directors (the "Directors") of Valley Campus Pharmacy, Inc., a California corporation (the "Company"). By execution of this Consent, the Shareholder and Directors hereby consent to and authorize the actions of the Company set forth in this Consent:

I. Amendment of Articles of Incorporation.

RESOLVED, that the name of the Company shall be changed to Diplomat Specialty Pharmacy of Los Angeles County, Inc., effective as of the date the Certificate of Amendment is filed with the California Secretary of State.

FURTHER RESOLVED, that the registration of a fictitious name shall be filed with the Los Angeles County Registrar-Recorder/County Clerk for Diplomat Specialty Pharmacy.

II. Miscellaneous.

FURTHER RESOLVED, that each officer is authorized and directed to execute and deliver such other agreements, certificates, instruments, notices, filings and additional documents, and to take such other steps and to do such other acts and things, as in his judgment may be necessary, appropriate or desirable in order to carry out the intent of the foregoing resolutions;

FURTHER RESOLVED, that any and all actions taken by the Shareholder or Directors in connection with and in furtherance of the matters referred to in any of the foregoing resolutions are hereby ratified, confirmed, approved, and adopted in all respects; and

FURTHER RESOLVED, that these resolutions may be executed in counterparts, each of which constitutes an original, and all of which, taken together, constitute one and the same original, and facsimile signatures on these resolutions shall be deemed to constitute original signatures.

IN WITNESS WHEREOF, the undersigned have executed the foregoing Consent in lieu of Special Meeting of the Shareholder and Directors of Valley Campus Pharmacy, Inc.

SOLE SHAREHOLDER:

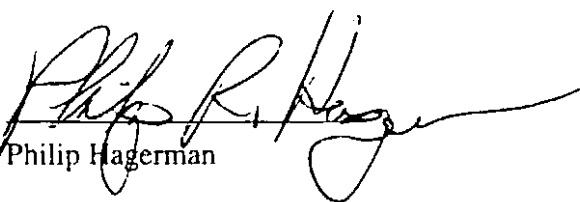
Diplomat Pharmacy, Inc.

By: 

Name: Philip Hagerman

Title: Chief Executive Officer

BOARD OF DIRECTORS:


Philip Hagerman


Paul Urick

**CONSENT IN LIEU OF SPECIAL MEETING
OF THE SOLE SHAREHOLDER OF
DIPLOMAT SPECIALTY PHARMACY OF LOS ANGELES COUNTY, INC.**

August 7, 2017

The undersigned, being the sole shareholder of Valley Campus Pharmacy, Inc. (the "Company"), does hereby adopt the following resolutions by written consent in lieu of a special meeting:

WHEREAS, Paul Urick has resigned as a member of the Board of Directors of the Company, effective as of the date set forth hereof.

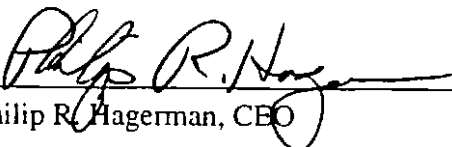
RESOLVED, that Joel Saban is hereby elected to serve as a member of the Board of Directors of the Company until his successor shall be duly elected or qualified or until his earlier death, resignation, or removal.

RESOLVED, that each of the members of the Board of Directors of the Company is authorized and directed to execute and deliver such other agreements, certificates, instruments, notices, filings, and additional documents, and to take such other steps and to do such other acts and things, as in his judgment may be necessary, appropriate, or desirable in order to carry out the intent of the foregoing resolutions.

RESOLVED, that any and all actions taken in connection with and in furtherance of the matters referred to in any of the foregoing resolutions are hereby ratified, confirmed, approved, and adopted in all respects.

IN WITNESS WHEREOF, the undersigned has executed this Consent in Lieu of Special Meeting of the Sole Shareholder as of the date first set forth above.

As to Shareholder approval:
DIPLOMAT PHARMACY, INC.


Philip R. Hagerman, CEO

**CONSENT IN LIEU OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
DIPLOMAT SPECIALTY PHARMACY OF LOS ANGELES COUNTY, INC.**

August 7, 2017

The undersigned, being all of the members of the Board of Directors of Valley Campus Pharmacy, Inc. (the "Company"), do hereby adopt the following resolutions by written consent in lieu of a special meeting:

WHEREAS, Paul Urick has resigned as President of the Company, effective as of the date set forth hereof.

RESOLVED, that Joel Saban is hereby elected to hold the office of President until his successor shall be duly elected or qualified or until his earlier death, resignation, or removal

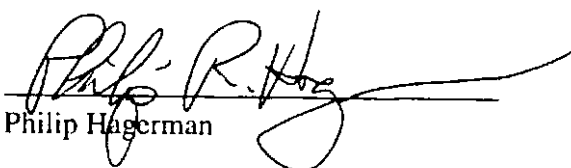
RESOLVED, that each of the officers of the Company is authorized and directed to execute and deliver such other agreements, certificates, instruments, notices, filings and additional documents, and to take such other steps and to do such other acts and things, as in his judgment may be necessary, appropriate or desirable in order to carry out the intent of the foregoing resolutions.

RESOLVED, that any and all actions taken in connection with and in furtherance of the matters referred to in any of the foregoing resolutions are hereby ratified, confirmed, approved, and adopted in all respects.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Consent in Lieu of Special Meeting of the Board of Directors as of the date first set forth above.



Joel Saban

Philip Hagerman

[Signature page to Board Resolutions of
Diplomat Specialty Pharmacy of Los Angeles County, Inc.]