

F18000005702

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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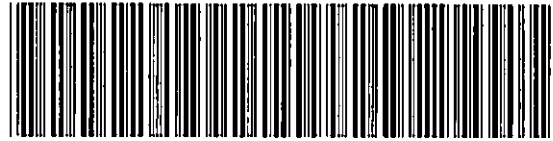
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DEC 12 2018
S. PRATHER

FLORIDA FILING & SEARCH SERVICES, INC.

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155 Office Plaza Dr Ste A Tallahassee FL 32301
PHONE: (800) 435-9371; FAX: (866) 860-8395**

DATE: 12/12/18

NAME: CLARIFY MEDICAL, INC

TYPE OF FILING: APPLICATION

COST: 70.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Clarify Medical, 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:

Michele Chamberlin

Name of Person

Clarify Medical, Inc.

Firm/Company

401 W. A Street, Suite 950

Address

San Diego, CA 92101

City/State and Zip code

state@clarifymed.com

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

For further information concerning this matter, please call:

Michele Chamberlin

858

717-5743

at (_____)

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

Registration 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.

Clarify Medical, Inc.

1. (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. 46-2243956 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 4, 2014 5. (Date of incorporation) (Date of duration, if other than perpetual)

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

7. 401 W. A Street, Suite 950, San Diego, CA 92101 (Principal office address)

(Current mailing address, if different)

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

Name: paracorp Incorporated

Office Address: 155 Office Plaza Drive, 1st floor

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.

see attached

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

A. DIRECTORS

Chairman: David Hale

Address: 12340 El Camino Real, Suite 425
San Diego, CA 92130

Vice Chairman: No vice chair named

Address: _____

Director: Rex Bright

Address: 5641 Lake Vista Drive
Bonsall, CA 92003

Director: John T. Buhler

Address: 34300 Lantern Bay Villas, Unit 59
Dana Point, CA 92629

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COUNTY OF SAN DIEGO
TALAMON ASSOCIATES, P.L.L.C.

B. OFFICERS

President: George Mahaffey, President & Chief Executive Officer

Address: 401 W. A Street, Suite 950
San Diego, CA 92101

Vice President: N/A

Address: _____

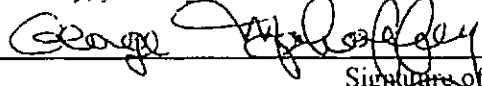
Secretary: Edward Fulham, Vice President, Finance & Business Development

Address: 401 W. A Street, Suite 950, San Diego, CA 92101

Treasurer: N/A

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 11 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. George Mahaffey, President & CEO

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

**Clarify Medical
Board of Directors May 2018**

Board	Position	Company	Address	Email	Telephone
David F. Hale	Chairman	Hale BioPharma Ventures, LLC	12340 El Camino Real, Suite 425, San Diego, CA 92130	dhale@biopharmaventures.com	858-354-5663
Rex Blight	Director	Seabright Associates, Inc.	5641 Lake Vista Drive, Bonsall, CA 92003	rex@seabright.com	760-212-3401
George Mahaffey	Officer/President & CEO	Clarify Medical, President & CEO	11034 West Ocean AVE, #150, San Diego, CA 92130	george@clarifymed.com	650-996-8932
John T. Buhler	Director	OmniGuide Holdings	34300 Lantern Bay Villas, Unit 59, Dana Point, CA 92629	jbuhler@ol.com	617-551-0555 949-421-8480
Amit Pandya, M.D.	Director	UT Southwestern Medical Center	5323 Harry Hines Blvd., Dallas, TX 75390-9069	amit.pandya@utsouthwestern.com	214-648-3879
Raymond Huggenberger	Director	Inogen, Inc.	3378 Adams Run, Encinitas, CA 92024	rhuggenberger@inogen.com	805-705-9661
James Sweeney	Director		2461 Presidio Drive, San Diego, CA 92103	jsweeney@presidio.com	702-595-9474
Rod Dammejer	Observer	CAC, LLC	4350 La Jolla Village Drive, Suite 370, San Diego, CA 92122	rod@dammejer.com	858-452-4302 (o/c)
Remo Moomilae-Oaiar, MD	Observer	Remo Contract Research Organization	1038 Jace Street, Columbus, OH 43206	remo@remolife.com	631-258-0470
Cheston Larson	Legal Counsel	Latham & Watkins	12670 High Bluff Drive, San Diego, CA 92130	cheston.larson@lw.com	858-523-5435
Edward Fuhrm	Officer/Secretary	Secretary, Vice President, Finance and Business Development	2133 Chatsworth Boulevard, #201, San Diego, CA 92101	teddy@clarifymed.com	626-823-6744
CM MANAGEMENT TEAM		Title	Address		
Andie Gamelin		Vice President, Research & Development	1218 Melrose Way, Vista, CA 92081	andie@clarifymed.com	760-505-5136

STATE OF FLORIDA

REGISTERED AGENT CONSENT FORM

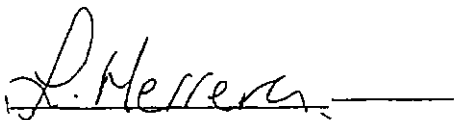
DATE: 12/11/2018

ENTITY NAME: Clarity Medical, Inc.

REGISTERED AGENT NAME AND ADDRESS:

Paracorp Incorporated
155 Office Plaza Drive, 1st Floor
Tallahassee, FL 32301

Paracorp Incorporated, having been designated to act as Statutory Agent, hereby consents to act in the capacity for the above-referenced entity until removed or resignation is submitted in accordance with the Florida Revised Statues.



Leticia Herrera, Assistant Secretary
Paracorp Incorporated

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SECRETARY OF STATE
TALLAHASSEE, FL

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CLARIFY MEDICAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF DECEMBER, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CLARIFY MEDICAL, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF MARCH, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Jeffrey W. Bullock, Secretary of State

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SR# 20188088540

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 204073927

Date: 12-11-18