

F190000000603

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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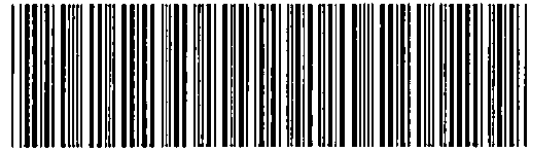
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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19 OCT 16 PM 5:57

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OCT 17 2019
C. McNAIR



COGENCYGLOBAL

115 N CALHOUN ST., STE
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.CO/

Account#: I2000000000

Date: 10/16/2019

Name: Marcel Ogbonna-Amu

Reference #: 1141656

Entity Name: ABOUND BIO, INC.

☐ Articles of Incorporation/Authorization to Transact Business

☒ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

Authorized Amount: \$25 / 35.00

Signature: M. O. D.

• CORPORATE HQ
COGENCY GLOBAL INC.
10 E 40TH ST, 10TH FL
NY, NY 10016
D: +1.212.947.7200
P: 800.221.0102
F: 800.944.6607

• EUROPEAN HQ
COGENCY GLOBAL (UK) LIMITED
REGISTERED IN ENGLAND & WALES
REGISTRY #801072
6 LLOYDS AVE, UNIT 4CL
LONDON EC3N 3AX
+44 (0)20.3961.3080

• ASIA PACIFIC HQ
COGENCY GLOBAL (HK) LIMITED
A HONG KONG LIMITED COMPANY
UNIT B, 1/F, LIPPO LEIGHTON TOW
103 LEIGHTON RD, CAUSEWAY BA
HONG KONG
P: +852.2682.9633
F: +852.2682.9790

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: MeDimAb, Inc.

Name of Corporation

DOCUMENT NUMBER: F19000000603

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John Mellors

Name of Contact Person

MeDimAb, Inc.

Firm/Company

1033 Gencoe Ave

Address

Pittsburgh, PA 15220

City/State and Zip Code

201jwm@gmail.com

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

For further information concerning this matter, please call:

Sarah O'Loughlin

Name of Contact Person

at (617) 937-2396

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐

\$35.00 Filing Fee

☐

\$43.75 Filing Fee &
Certificate of Status

☒

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐

\$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 AMENDM
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FL
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F19000000603

(Document number of corporation (if known))

1. MeDimAb, Inc.

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

2. Delaware

(Incorporated under laws of)

3. 2/4/2019

(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 its jurisdiction of incorporation? _____

5. Abound Bio, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporate 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 trans 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 90 days prior to delivery of the application to the Department of State, by the Secretary of State or oth having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

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

John Mellors

(Typed or printed name of person signing)

President and CEO

(Title of person signing)

Delaware

The First State

Page 1

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 "MEDIMAB, INC.",
CHANGING ITS NAME FROM "MEDIMAB, INC." TO "ABOUND BIO, INC.",
FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF OCTOBER, A.D.
2019, AT 10 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
KENT COUNTY RECORDER OF DEEDS.



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

7263361 8100
SR# 20197566350

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

Authentication: 203801
Date: 10-16

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION OF
MEDIMAB, INC.**

MeDimAb, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "*Corporation*"), DOES HEREBY CERTIFY:

FIRST: The original name of this Corporation is MeDimAb, Inc.

SECOND: Pursuant to applicable provisions of Section 242 of the General Corporation Law of the State of Delaware, the Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by amending Article First to read in entirety as follows:

"The name of this corporation is Abound Bio, Inc."

THIRD: The board of directors of the Corporation adopted resolutions in accordance with applicable provisions of Sections 141(f) and 242 of the General Corporation Law of the State of Delaware (i) approving the foregoing amendment to the Corporation's Amended and Restated Certificate of Incorporation, (ii) declaring such amendment advisable, and (iii) directing that such amendment be submitted to the stockholders of the Corporation for approval thereby.

FOURTH: The foregoing amendment to the Corporation's Amended and Restated Certificate of Incorporation was duly adopted by the stockholders of the Corporation in accordance with the applicable provisions of (i) Sections 242 and 228 of the General Corporation Law of the State of Delaware and (ii) Article Fourth of the Corporation's Amended and Restated Certificate of Incorporation.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to executed by its President and Chief Executive Officer this 16th day of October, 2019.

By: /s/ John Mellors

JOHN MELLORS

President and Chief Executive Officer