

L17000032307

Gray Robinson PA (Brandon)

(Requestor's Name)

(850) 567-4245

(Address)

(Address)

(City/State/Zip/Phone #)



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EXECUTION COPY

February 14, 2017

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: Authorization to Use WellDyneRx Name

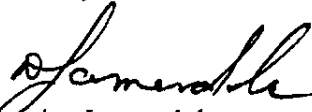
Dear Sir or Madam:

WellDyneRx, Inc. (Document Number: P12000003328) authorizes and approves of WellDyneRx, LLC filing Articles of Organization with the Florida Secretary of State in the name of WellDyneRx, LLC and utilizing that name.

[Signature block on the following page.]

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2017 FEB 14 PM 1:05
SECRET
TALLAHASSEE, FLORIDA

Sincerely,

A handwritten signature in black ink, appearing to read "Damien Lamendola". The signature is fluid and cursive, with the first name "Damien" being more prominent.

Damien Lamendola,
President
WellDyneRx, Inc.

DL/mcd

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2017 FEB 14 PM 1:06

SECRET
FALLPASS

**Articles of Conversion
For
"Other Business Entity"
(Florida Corporation)
Into
Florida Limited Liability Company**

These Articles of Conversion and attached Articles of Organization are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with Section 605.1045, *Florida Statutes* and Section 607.1113, *Florida Statutes*.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: WellDyneRx, Inc., a Florida corporation (Document Number: P12000003328).

2. The "Other Business Entity" is a corporation first organized and formed under the laws of the State of Delaware effective as of August 26, 1999 and domesticated in Florida effective as of January 6, 2012 (Document Number: P12000003328).

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: WellDyneRx, LLC.

4. The effective time of the conversion is as of 12:01 a.m. on February, 15, 2017 (the "Effective Time").

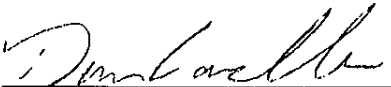
5. WellDyneRx, LLC has agreed to pay any shareholder having appraisal rights the amount that they would be entitled under Section 607.1301-.1333, *Florida Statutes*.

6. The Plan of Conversion, whereby WellDyneRx, Inc. is converted into WellDyneRx, LLC, has been approved in accordance with all applicable Florida Statutes, including, without limitation, Section 607.1112, *Florida Statutes*.

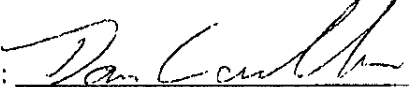
[Signature blocks on the following page.]

Signed effective as of this 14th day of February, 2017.

WELLDYNERX, INC.,
a Florida corporation

By: 
Damien Lamendola, President

WELLDYNERX, LLC,
a Florida limited liability company

By: 
Damien Lamendola, President
Authorized Person

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
WELLDYNERX, LLC**

SECRET
TALL PAST 11:00

The undersigned hereby presents these Articles of Organization for the formation of a Limited Liability Company pursuant to the Florida Revised Limited Liability Company Act.

NAME

The name of the Company is WellDyneRx, LLC.

PRINCIPAL OFFICE

The physical address and mailing address of the Company is 500 Eagles Landing Drive, Lakeland, Florida 33810.

DURATION

The Company shall have perpetual existence, commencing at 12:01 a.m. on February 15, 2017, until dissolved according to law.

PURPOSE

The Company is organized for the purpose of transacting any and all lawful business.

MANAGEMENT

The Company is to be a manager-managed company. The initial manager, which the Company will refer to as a director, shall be:

DAMIEN LAMENDOLA
500 Eagles Landing Drive
Lakeland, Florida 33810

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Company is c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the initial registered agent of the Company at that office is CT Corporation System.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of the Members of the Company has executed these Articles of Organization this 14 day of February, 2017.



DAMIEN LAMENDOLA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

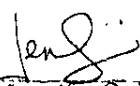
1. The name of the Company is WELLDYNERX, LLC.
2. The name and street address of its initial Registered Agent and initial Registered

Office are:

CT Corporation System
c/o CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this Certificate, 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 relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent.

CT Corporation System

By: 
Name: Jennifer Quinn, Asst Secretary
Dated: February 14, 2017

[Signature Page to Articles of Organization of WellDyneRx, LLC]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA