

M04000002439

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

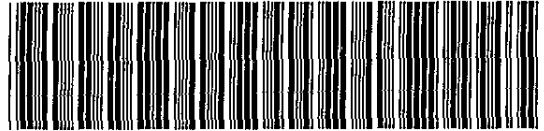
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04 JUN 22 AM 8:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

04 JUN 21 AM 10:55

RECEIVED



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 763028 5156079

AUTHORIZATION :

COST LIMIT : \$ 125.00

04 JUN 22 AM 8:03  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 18, 2004

ORDER TIME : 9:35 AM

ORDER NO. : 763028-005

CUSTOMER NO: 5156079

CUSTOMER: Mr. Weaver Gaines  
Ixion Biotechnology, Inc.  
13709 Progress Blvd.  
Box 13  
Alachua, FL 32615-9495

FOREIGN FILINGS

NAME: AMERICAS BIOTECH DISTRIBUTOR,  
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 22, 2004

HEATHER CHAPMAN  
CSC  
TALLAHASSEE, FL

SUBJECT: AMERICAS BIOTECH DISTRIBUTOR, LLC  
Ref. Number: W04000023935

**RESUBMIT**

**FILED**  
04 JUN 22 AM 8:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for AMERICAS BIOTECH DISTRIBUTOR, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In addition to the APPLICATION page and the CERTIFICATE, you must please submit a signed R.A. designation page.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 404A00041209

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04 JUN 22 PM 2:33  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

FILED  
04 JUL 22 AM 8:04  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

1. Americas Biotech Distributor, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 90-0178864  
(FEI number, if applicable)
4. 2 February 2004  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Operations have not yet commenced as of June 17, 2004  
(Date first transacted business in Florida. (Sec sections 608.501, 608.502, and 817.155, F.S.))
7. 13709 Progress Blvd., Alachua, FL 32615  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Weaver H. Gaines 13709 Progress Blvd., Alachua, FL 32615

Thomas P. Stagnaro 2807 Whitehouse Road, Riva, MD 21140

Gonzalo Munita Providencia 1939 of. 24, Santiago, Chile

Christopher Mason 5001 Baum Blvd., Pittsburgh, PA 15213

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: distribution of  
pharmaceuticals, biologics, and medical devices

Weaver H. Gaines  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Weaver H. Gaines

Typed or printed name of signer

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE  
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

AMERICAS BIOTECH DISTRIBUTOR, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

(City/State/Zip)

*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 as provided for in Chapter 608, F.S.*

Cynthia L. Harris  
(Signature)

**Cynthia L. Harris  
as its agent**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

# Delaware

PAGE 1

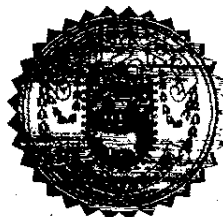
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAS BIOTECH DISTRIBUTOR, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERICAS BIOTECH DISTRIBUTOR, LLC" WAS FORMED ON THE SECOND DAY OF FEBRUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3759721 8300

AUTHENTICATION: 3180758

040451980

DATE: 06-18-04