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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

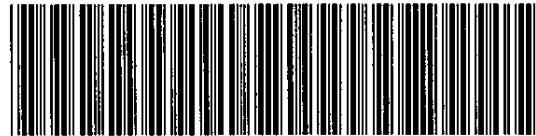
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DIVISION OF CORPORATION
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G. MCLEOD

MAR 13 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PHARMAX RESEARCH CLINIC, INC.

(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

ARMANDO G. HERNANDEZ

(Contact Person)

PHARMAX RESEARCH CLINIC INC.

(Firm/Company)

7200 NW 7TH ST. SUITE 201

(Address)

MIAMI, FL 33126

(City, State and Zip Code)

For further information concerning this matter, please call:

ARMANDO G. HERNANDEZ at (305) 262-4321

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees

☒ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET 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

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

PHARMAX RESEARCH CLINIC LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a **LIMITED LIABILITY COMPANY**
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of **FLORIDA**
(Enter state, or if a non-U.S. entity, the name of the country)

on **11/02/2006**
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

PHARMAX RESEARCH CLINIC, INC.

(Enter Name of Florida Profit Corporation)

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5. If not effective on the date of filing, enter the effective date:_____.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 8th day of March, 20 08.

Signature: 
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: ISABEL HERNANDEZ Title: Director

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of this Corporation is PHARMAX RESEARCH CLINIC, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address is: 7200 NW 7TH ST, SUITE 201. MIAMI, FL 33126

ARTICLE III PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful activities or business for which a Corporation may be organized in the state of FLORIDA.

ARTICLE IV SHARES

The aggregate maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock having a nominal value or par value of One Dollar (\$1.00) per share.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

The number of directors constituting the initial Board of Director of this Corporation is FOUR and the name(s), address(es) and specific title(s) of the person(s) who are to serve as director(s) until the first annual meeting of the shareholders, or until their successors are elected and qualified, are as follows:

Roger Rousseau, Chairman, 7200 NW 7TH ST. SUITE 201. MIAMI, FL 33126
Isabel Hernandez, Director, 7200 NW 7TH ST. SUITE 201. MIAMI, FL 33126
Giraldo Acosta, Director, 7200 NW 7TH ST. SUITE 201. MIAMI, FL 33126
Armando G. Hernandez, Director, 7200 NW 7TH ST. SUITE 201. MIAMI, FL 33126

The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but there shall always be at least one (1) director.

**ARTICLE VI
REGISTERED AGENT**

The name and Florida street address of the registered agent is: Armando G. Hernandez,
7200 NW 7TH ST. SUITE 201, MIAMI, FL 33126

**ARTICLE VII
INCORPORATOR**

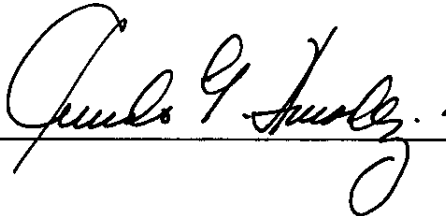
The name and address of the Incorporator is: Armando G. Hernandez, 7200 NW 7TH ST.
SUITE 201. MIAMI, FL 33126

**ARTICLE VIII
TERM OF EXISTENCE**

This corporation shall exist perpetually.

Having been named as registered agent to accept Service of Process for the above stated
corporation at the place designated in this certificate, I am familiar with and accept the
appointment agent and agree to act in this capacity

ARMANDO G. HERNANDEZ
Signature/Registered Agent



03/08/2008
Date

ARMANDO G. HERNANDEZ
Signature/Incorporator



03/08/2008
Date