

P14000016969

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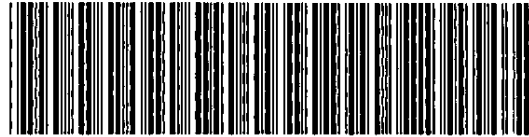
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2014 FEB 24 PM 2:16

UH



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 949438 3405C

AUTHORIZATION :

COST LIMIT : \$ 70.00

*[Handwritten signature]*

ORDER DATE : January 3, 2014

ORDER TIME : 5:05 PM \*\*PLEASE FILE 1ST\*\*

ORDER NO. : 949438-005

CUSTOMER NO: 3405C

DOMESTIC FILING

NAME: VERICLE CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 52956

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 19, 2014

CSC/SUSIE

SUBJECT: VERICLE CORPORATION  
Ref. Number: W14000010653

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Please return the corrected original and one copy of 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) 245-6052.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 614A00003672

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**ARTICLES OF INCORPORATION  
OF  
VERICLE CORPORATION**

**THE UNDERSIGNED**, in order to form a corporation under and pursuant to the provisions of the Florida Business Corporation Act, hereby states that:

**ARTICLE I.** The name of the corporation is: Vericle Corporation

**ARTICLE II.** The street address of the corporation's initial principal office and mailing address is:


3001 Executive Drive, Suite 150A  
Clearwater, Florida 33762

**ARTICLE III.** The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock". The total number of shares which the corporation is authorized to issue is Thirty Million (30,000,000) shares. Twenty-Five Million (25,000,000) shares shall be Common Stock, \$0.0001 par value per share and Five Million (5,000,000) shares shall be Preferred Stock, \$0.0001 par value per share. The Preferred Stock may be issued from time to time in one or more series. The board of directors is authorized to fix the number of shares of any series of Preferred Stock and to determine the designation of any such series. The board of directors is also authorized to determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock and, within the limits and restrictions stated in any resolution or resolutions of the board of directors originally fixing the number of shares constituting any series, to increase or decrease (but not below the number of shares of any such series then outstanding) the number of shares of any such series subsequent to the issue of shares of that series.

**ARTICLE IV.** The street address of the corporation's initial registered office and the name of its initial registered agent at that office, together with written acceptance of such appointment is:

Mazal Lirov  
3001 Executive Drive, Suite 150A  
Clearwater, Florida 33762

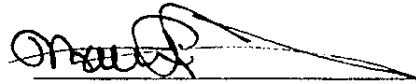
Having been appointed as registered agent to accept service of process for the corporation at the place designated in this Article IV, the undersigned is familiar with and hereby accepts the appointment as registered agent and agrees to act in such capacity.

  
Mazal Lirov

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ARTICLE V. The name and address of the Incorporator is:

Matthew P. Jacobs, Esq.  
Fox Rothschild LLP  
997 Lenox Drive, Building 3  
Lawrenceville, New Jersey 08648

  
Matthew P. Jacobs, Esquire

Dated: February 17, 2014