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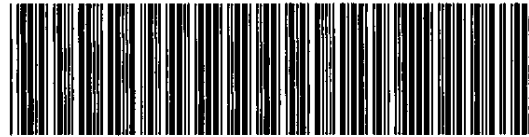
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/23/15

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Genomic Cancer Institute, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Philip M. Shasteen

Name (Printed or typed)

403 E. Madison St., Ste. 400

Address

Tampa, FL 33602

City, State & Zip

(813) 225-2500

Daytime Telephone number

PhilS@JPFirm.com

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

NOTE: Please provide the original and one copy of the articles.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

15 SEP 16 PM 4:40

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ARTICLES OF INCORPORATION

of

The Genomic Cancer Institute, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

Corporate Name and Street Address of Initial Principal Office

The name of this corporation is The Genomic Cancer Institute, Inc. (the "Corporation") and the street address of the initial principal office of the Corporation is 403 East Madison Street, Suite 400, Tampa, FL 33602.

ARTICLE 2

Capital Stock

The maximum number of shares of capital stock this Corporation is authorized to issue is 40,000,000 shares, 30,000,000 of which shall be shares of Common Stock and shall have a par value of \$.001 per share and 10,000,000 of which shall be shares of Preferred Stock, and shall have a par value of \$.001 per share.

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

2.1 Common Stock. Subject to all of the rights of the Preferred Stock as expressly provided herein, by law or by the Board of Directors pursuant to this Article II, the Common Stock of the Corporation shall possess all such rights and privileges as are afforded to capital stock by applicable law in the absence of any express grant of rights or privileges in the Corporation's Articles of Incorporation, including, but not limited to, the following rights and privileges:

- (a) dividends may be declared and paid or set apart for payment upon the Common Stock out of any assets or funds of the Corporation legally available for the payment of dividends;
- (b) the holders of Common Stock shall have the right to vote for the election of directors and on all other matters requiring shareholder action, each share being entitled to one vote; and
- (c) upon the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation, the net assets of the Corporation available for distribution shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests.

2.2 Preferred Stock. The Preferred Stock may be issued from time to time as authorized by the Board of Directors as shares of one or more series. The description of shares of each series

of Preferred Stock, including any preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and any terms and conditions of redemption shall be as set forth in resolutions adopted by the Board of Directors, and articles of amendment shall be filed with the Florida Secretary of State as required by law to be filed with respect to issuance of such Preferred Stock, prior to the issuance of any shares of such series.

The Board of Directors is expressly authorized, at any time, by adopting resolutions providing for the issuance of, or providing for a change in the number of, shares of any particular series of Preferred Stock and, if and to the extent from time to time required by law, by filing articles of amendment which are effective without Shareholder action to increase or decrease the number of shares included in each series of Preferred Stock, but not below the number of shares then issued, and to set or change in any one or more respects the designations, preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms and conditions of redemption relating to the shares of each such series. The authority of the Board of Directors with respect to each series of Preferred Stock shall include, but not be limited to, setting or changing the following:

(a) the annual dividend rate, if any, on shares of such series, the times of payment and the date from which dividends shall be accumulated, if dividends are to be cumulative;

(b) whether the shares of such series shall be redeemable and, if so, the redemption price and the terms and conditions of such redemption;

(c) the obligation, if any, of the Corporation to redeem shares of such series pursuant to a sinking fund;

(d) whether shares of such series shall be convertible into, or exchangeable for, shares of stock of any other class or classes and, if so, the terms and conditions of such conversion or exchange, including the price or prices or the rate or rates of conversion or exchange and the terms of adjustment, if any;

(e) whether the shares of such series shall have voting rights, in addition to the voting rights provided by law, and, if so, the extent of such voting rights;

(f) the rights of the shares of stock of such series in the event of voluntary or involuntary liquidation, dissolution or winding-up of the Corporation; and

(g) any other relative rights, powers, preferences, qualifications, limitations or restrictions thereof relating to such series.

The shares of Preferred Stock of any one series shall be identical with each other in all respects except as to the dates from and after which dividends thereon shall cumulate, if cumulative.

ARTICLE 3
Initial Registered Office and Agent

The initial street address of the registered office of this corporation is 403 East Madison Street, Suite 400, Tampa, FL 33602 and the name of the initial registered agent of this corporation at that office is Philip M. Shasteen.

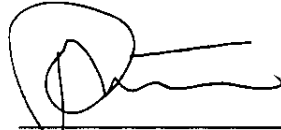
ARTICLE 4
Incorporator

The name and street address of the incorporator signing these Articles of Incorporation is Philip M. Shasteen, 403 East Madison Street, Suite 400, Tampa, FL 33602.

ARTICLE VI
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 16th day of September, 2015.

A handwritten signature in black ink, appearing to read 'Philip M. Shasteen', is written over a horizontal line.

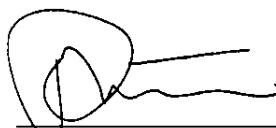
Philip M. Shasteen

**Certificate Designating Registered Agent
And Street Address for Service of Process
Within Florida**

Pursuant to Florida Statutes Section 48.091, The Genomic Cancer Institute, Inc., desiring to organize under the laws of the State of Florida, hereby designates Philip M. Shasteen, located at 403 East Madison Street, Suite 400, Tampa, FL 33602, as its registered agent to accept service of process within the State of Florida.

Acceptance of Designation

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes Section 48.091(2) relative to maintaining an office for the service of process.



Philip M. Shasteen

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TALLAHASSEE, FLORIDA