# Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H160001416163)))



H1600014181634BC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)617-6381

From:

Account Name : INCORPORATING SERVICES FL

Account Number: 120050000052 Phone: (850)656-7956

Fax Number : (850)656-7953

\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address:

# FLORIDA PROFIT/NON PROFIT CORPORATION SILONY MEDICAL CORP.

THE COMMENCE OF THE PARTY OF TH	
Certificate of Status	<u> </u>
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

JUN 1 0 2016

T. SCOTT

16 JUN -9 PH 2: 38

# 16 JUN -9 PH 2:3

#### ARTICLES OF INCORPORATION

OF

#### SILONY MEDICAL CORP.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

#### ARTICLE I Name & Address

The name of this corporation shall be: "Silony Medical Corp,"

## ARTICLE II Principal Office

The principal office and mailing address of this corporation shall be:

c/o Mitchell Seth Polansky, P.A. 999 Brickell Ave., Suite 600 Miami, Florida 33131

## ARTICLE III . Purpose

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

#### ARTICLE IV Capital Stock

This corporation is authorized to issue one class of stock to be designated "Common Stock." The total number of shares which the corporation is authorized to issue is Ten Thousand (10,000) shares, all of which shall be Common Stock, par value \$.00001 per share.

# ARTICLE V Registered Agent

The name of the corporation's initial registered agent at such address is NRAI Services, Inc., 1200 South Pine Island Road, Plantation, Florida 33324.

Articles of incorporation Shony Medical Corp.

#### ARTICLE VI Indemnification

The corporation shall indemnify its directors and officers to the fullest extent authorized or permitted by law, as now or hereafter in effect, and such right to indemnification shall continue as to a person who has ceased to be a director or officer of the corporation and shall inure to the benefit of his or her heirs, executors and personal and legal representatives; provided, however, that, except for proceedings to enforce rights to indemnification, the corporation shall not be obligated to indemnify any director or officer (or his or her heirs, executors or personal or legal representatives) in connection with a proceeding (or part thereof) initiated by such person unless such proceeding (or part thereof) was authorized for consented to by the directors of the corporation. The right to indemnification conferred by this Article VI shall include the right to be paid by the corporation the expenses incurred in defending or otherwise perticipating in any proceeding in advance of its final disposition only upon the corporation's receipt of an undertaking by or on behalf of the director or officer to repay such amounts if it shall be ultimately determined that he or she is not entitled to be indemnified by the corporation as authorized in this Article VI.

The corporation may, to the extent authorized from time to time by the directors of the corporation, provide rights to indemnification and to the advancement of expenses to other employees and agents of the corporation similar to those conferred in this Article VI to directors and officers of the corporation.

The rights to indemnification and to the advance of expenses conferred in this Article VI shall not be exclusive of any other right which any person may have or hereafter acquire under these Articles of Incorporation, the Bylaws of the corporation, any statute, agreement, vote of shareholders or disinterested directors or otherwise.

Any repeal or modification of this Article VI shall not adversely affect any rights to indemnification and to the advancement of expenses as a director or officer of the corporation existing at the time of such repeal or modification with respect to any acts or omission occurring prior to such repeal or modification.

#### ARTICLE VII Director Liability

No director shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereto is not permitted under the Florida Business Corporation Act (the "Act") as the same exists or may hereafter be amended. If the Act is amended hereafter to authorize the further elimination or limitation of the liability of the directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent authorized by the Act, as so amended. Any repeal or modification of this Article VII shall not adversely affect any

right or protection of a director of the corporation existing at the time of such repeal or modification with respect to acts or omissions occurring prior to such repeal or modification.

### ARTICLE X Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

#### ARTICLE XI Incorporator

The name and mailing address of the Corporation's Incorporator is Marcus Karwin, clo Silony Medical International AG, Bahnhofplatz 76a, 8500 Franchfeld, Switzerland.

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 as registered agent and agree to act in this capacity.

NRAI Services, Inc.

By Alonna Chair

Name: Donna Ellison

Title: Assistant Secretary

Date: June 8, 2016

I submit this document and affirm that the facts stated berein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

By:

Marcus Kerwin

Incorporator

Dated: June 8, 2016