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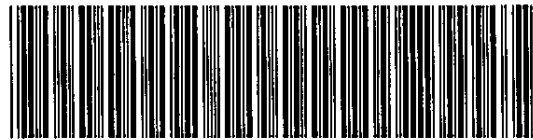
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEC 30 2016

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COVER LETTER

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

SUBJECT: JUPITER BIOMEDICAL RESEARCH, 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: _____

Charles H. Burns, Esq.
250 Tequesta Drive, Suite 200
Tequesta, Florida 33469
(561) 747-2600

(d or typed)

City, State & Zip

561-747-2600

Daytime Telephone number

cb@chburnslaw.com

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 23, 2016

CHARLES H. BURNS, ESQ.
250 TEQUESTA DRIEV, SUITE 200
TEQUESTA, FL 33469

SUBJECT: JUPITER BIOMEDICAL RESEARCH, INC.
Ref. Number: W16000085609

We have received your document for JUPITER BIOMEDICAL RESEARCH, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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: 816A00027303

ARTICLES OF INCORPORATION
of
JUPITER BIOMEDICAL RESEARCH, INC.

FILED

2016 DEC 29 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

The name of this corporation is Jupiter Biomedical Research, Inc.

ARTICLE 2. PRINCIPAL PLACE OF BUSINESS ADDRESS

The street address of the corporation's principal office is 250 Tequesta Drive, Suite 200, Tequesta, Florida, 33469.

ARTICLE 3. MAILING ADDRESS

The mailing address of the corporation's principal office is 250 Tequesta Drive, Suite 200, Tequesta, Florida, 33469.

ARTICLE 4. REGISTERED AGENT NAME AND ADDRESS

The name and address of the registered agent of this corporation, who has accepted such appointment and confirms that he is familiar with and accepts the obligations of F.S. §607.0505, is:

Charles H. Burns, Esq.
250 Tequesta Drive, Suite 200
Tequesta, Florida 33469

ARTICLE 5. CORPORATE PURPOSE

The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE 6. INCORPORATOR

The corporation's incorporator is:

Charles H. Burns, Esq.
250 Tequesta Drive, Suite 200
Tequesta, Florida 33469

ARTICLE 7. SHARES

7.1 Authorized Capital

The total number of shares which this corporation is authorized to issue is 55,000,000, consisting of two classes of shares to be designated, respectively, "Common Stock," and "Preferred Stock." The total number of shares of Common Stock that this corporation shall have authority to issue is 50,000,000 shares, each with a par value of \$0.001. The total number of shares of Preferred Stock that this corporation shall have authority to issue is 5,000,000 shares, each with a par value of \$1.00.

7.2 Preferred Stock

This corporation's board of directors (the "Board of Directors") shall have the full authority permitted by law to divide the authorized and unissued shares of Preferred Stock into series, and to provide for the issuance of such shares (in an aggregate amount not exceeding the aggregate number of shares of Preferred Stock authorized by this corporation's articles of incorporation (as amended or restated from time to time) (the or these "Articles")), as determined from time to time by the Board of Directors and stated, before the issuance of any shares thereof, in the resolution or resolutions providing for the issuance thereof. The Board of Directors shall have the authority to fix and determine and to amend the number of shares of any series of Preferred Stock that is wholly unissued or to be established and to fix and determine and to amend the designation, preferences, voting powers and limitations, and the relative, participating, optional or other rights, of any series of shares of Preferred Stock that is wholly unissued or to be established, including, without limiting the generality of the foregoing, the voting rights relating to shares of such series of Preferred Stock, the rate of dividend to which holders of shares of such series of Preferred Stock may be entitled, the rights of holders of shares of such series of Preferred Stock in the event of liquidation, dissolution or winding up of the affairs of this corporation, the rights of holders of shares of such series of Preferred Stock to convert or exchange shares of such series of Preferred Stock for shares of any other capital stock or for any other securities, property or assets of this corporation, and whether or not the shares of such series of Preferred Stock shall be redeemable and, if so, the term and conditions of such redemption.

Before this corporation shall initially issue shares of a series of Preferred Stock created under F.S.607.0602 (or any successor provision thereto) of the Florida Business Corporation Act, articles of amendment setting forth the terms of such series in a form meeting the requirements of F.S.607.0602 shall be filed with the Secretary of State of the State of Florida in the manner prescribed by the

Florida Business Corporation Act, and shall be effective without shareholder approval. Unless otherwise specifically provided in the resolution establishing any series of Preferred Stock, the Board of Directors shall further have the authority, after the issuance of shares of a series whose number it has designated, to amend the resolution establishing such series to decrease the number of shares of that series, but not below the number of shares of such series then outstanding.

7.3 Common Stock

The preferences, limitations, voting powers and relative rights of the Common Stock (subject to the preferences and rights of the Preferred Stock as determined by the Board of Directors pursuant to Section 7.2 of these Articles) are as follows:

(a) Voting Rights. Except as otherwise expressly provided in these Articles or required pursuant to F.S.607.0721, each holder of Common Stock shall be entitled to one (1) vote for each share of Common Stock held as of the applicable record date on any matter that is submitted to a vote of the shareholders of this corporation (including, without limitation, any matter voted on at a shareholders' meeting).

(b) Dividends and Distributions. Subject to the preferences applicable to any series of Preferred Stock, the shares of Common Stock are entitled to the Distribution of the net assets of this corporation upon dissolution. "Distribution" means any distribution of cash, property or shares of this corporation's capital following or in connection with any liquidation, dissolution or winding up of this corporation, either voluntary or involuntary, whether it be as a result of a sale of the Company's assets or not.

ARTICLE 8. PREEMPTIVE RIGHTS

No preemptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this corporation, except to the extent provided by written agreement with this corporation.

ARTICLE 9. CUMULATIVE VOTING

The right to cumulate votes in the election of directors shall not exist with respect to shares of stock of this corporation.

ARTICLE 10. DIRECTORS

10.1 Board Size

Except as otherwise provided in these Articles, the total number of authorized directors constituting the Board of Directors shall be fixed from time to time solely by the Board of Directors pursuant to a resolution adopted by a majority of the Board of Directors.

10.2 Classified Board Structure

From and after the effectiveness of these Articles of Incorporation (the "Effective Time"), the directors, other than any who may be elected by the holders of any series of Preferred Stock under specified circumstances, shall be divided into three (3) classes as nearly equal in size as is practicable, hereby designated Class I, Class II and Class III. The Board of Directors may assign members of the Board of Directors already in office to such classes at the time such classification becomes effective. The term of office of the initial Class I directors shall expire at the first regularly-scheduled annual meeting of the shareholders following the Effective Time, the term of office of the initial Class II directors shall expire at the second annual meeting of the shareholders following the Effective Time, and the term of office of the initial Class III directors shall expire at the third annual meeting of the shareholders following the Effective Time. At each annual meeting of shareholders, commencing with the first regularly-scheduled annual meeting of shareholders following the Effective Time, each of the persons elected as a director of the Class of directors whose term shall have expired at such annual meeting shall be elected to hold office until the third annual meeting next succeeding his or her election. Notwithstanding the foregoing provisions of this Article 10, despite the expiration of a director's term, a director shall continue to serve until his or her successor is duly elected and qualified or until there is a decrease in the size of the Board of Directors. If the number of directors is hereafter changed, any newly created directorships or decrease in directorships shall be so apportioned among the classes as to make all classes as nearly equal in number as is practicable, provided that no decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director.

10.3 Removal

At a meeting of shareholders called expressly for that purpose, one or more directors, including the entire Board of Directors, may be removed with or without cause by the holders of the shares entitled to elect the director or directors whose removal is sought if, with respect to a particular director, the

number of votes cast to remove the director exceeds the number of votes cast to not remove the director.

10.4 Vacancies

Any vacancies on the Board of Directors resulting from death, resignation, removal or other causes and any newly created directorships resulting from any increase in the number of directors may be filled as follows:

By the affirmative vote of a majority of the remaining directors or the sole remaining director. The term of a director elected to fill a vacancy expires at the next election of directors by the shareholders.

ARTICLE 11. LIMITATION OF DIRECTOR LIABILITY AND INDEMNIFICATION

(a) To the full extent that the Florida Business Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of the liability of directors, a director of this corporation shall not be liable to this corporation or its shareholders for monetary damages for conduct as a director.

(b) This corporation shall, to the maximum extent permitted by applicable law, indemnify any individual made a party to a proceeding because that individual is or was a director of this corporation and shall advance or reimburse the reasonable expenses incurred by such individual in advance of final disposition of the proceeding, without regard to the limitations in F.S. 607.0850 of the Florida Business Corporation Act, or any other limitation which may hereafter be enacted to the extent such limitation may be disregarded if authorized by these Articles.

(c) Any amendments to or repeal of this Article 11 shall not adversely affect any right or protection of a director of this corporation for or with respect to any acts or omissions of such director occurring before such amendment or repeal.

ARTICLE 12. SHAREHOLDER ACTIONS

Any action required or permitted to be taken at a meeting of shareholders may be taken without a meeting or a vote if the action is taken by written consent of all shareholders entitled to vote on the action.

ARTICLE 13. AUTHORITY TO AMEND ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any of the provisions contained in these Articles in any manner now or hereafter permitted by the Florida Business Corporation Act or by these Articles and the rights of the shareholders of this corporation are granted subject to this reservation.

13.1 Supermajority Voting

The amendment or repeal of provisions in any of the following Articles or sections listed in this Section 9.1 shall require the affirmative vote of the holders of not less than two-thirds of all the votes entitled to be cast thereon by the shareholders of this corporation, voting together as a single voting group, with each share entitled to one vote:

Article 10 (“Directors”)

Article 11 (“Limitation of Director Liability and Indemnification”)

Section 13.1 of Article 13 (“Authority to Amend Articles of Incorporation”)

Article 16 (“Special Meeting of Shareholders”)

Article 17 (“Bylaws”)

ARTICLE 14. SHAREHOLDER VOTE REQUIRED ON CERTAIN MATTERS

With respect to any proposal or matter presented to shareholders for approval under F.S. 607.0901 and 607.0902, this corporation’s shareholders may approve the proposal or matter by a majority of the voting group comprising all the votes entitled to be cast on such proposal or matter. This Article 10 is intended to reduce the voting requirements otherwise prescribed by the Florida Business Corporation Act with respect to the foregoing matters.

ARTICLE 15. LIMITATION OF SEPARATE CLASS VOTING TO EXTENT PERMITTED BY LAW

Except (a) to the extent otherwise expressly provided in these Articles with respect to voting or approval rights of a particular class or series of capital stock, (b) as may be fixed or determined with respect to any series of Preferred Stock, or (c) to the extent otherwise provided pursuant to the Florida Business Corporation Act, the holders of each outstanding class or series of shares of this corporation shall not be entitled to vote as a separate voting group (1) on any amendment to these Articles with respect to which such class or series would otherwise be entitled under the Florida Business

Corporation Act to vote as a separate voting group, or (2) on any plan of merger or share exchange with respect to which such class or series would otherwise be entitled under the Florida Business Corporation Act to vote as a separate voting group.

ARTICLE 16. SPECIAL MEETING OF SHAREHOLDERS

The Chairperson of the Board of Directors, the Chief Executive Officer of this corporation, the President of this corporation or a majority of the Board of Directors may call special meetings of the shareholders.

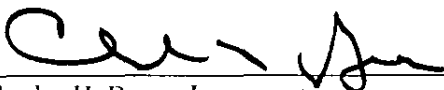
ARTICLE 17. BYLAWS

The Bylaws of this corporation may be altered, amended or repealed and new Bylaws may be adopted by the Board of Directors, except that the Board of Directors may not amend or repeal any Bylaw that the shareholders have expressly provided, in amending or repealing the Bylaw, may not be amended or repealed by the Board of Directors. The shareholders may also alter, amend and repeal the Bylaws of this corporation or adopt new Bylaws; provided, however, that the affirmative vote of the holders of at least two-thirds of all the votes entitled to be cast by the shareholders of this corporation generally in the election of directors, voting together as a single voting group, shall be required for the shareholders of this corporation to alter, amend or repeal any provision of the Bylaws of this corporation or adopt new Bylaws.


ARTICLE 18 SAVINGS CLAUSE

If any provision of these Articles is declared by a court of competent jurisdiction to be invalid, unenforceable or contrary to applicable law, the remainder of these Articles shall be enforceable in accordance with its terms.

IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation has executed these Articles of Incorporation of Jupiter Biomedical Research, Inc., this 29 day of December 2016.



Charles H. Burns, Incorporator



Charles H. Burns, Registered Agent

FILED
2016 DEC 29 PM 2:11
CLERK OF STATE
TALLAHASSEE, FLORIDA