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4/5/2017 Division of Corporations
P1000023658
Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
FIRST FLORIDA PHARMACEUTICALS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	5
Estimated Charge	\$43.75

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FAX No. P. 002
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April 6, 2017

FLORIDA DEPARTMENT OF STATE

Division of Corporations

FIRST FLORIDA PHARMACEUTICALS, INC.
9132 STRADA PLACE, FOURTH FLOOR
NAPLES, FL 34108

SUBJECT: FIRST FLORIDA PHARMACEUTICALS, INC.
REF: P17000023658

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Amended and Restated articles are filed pursuant to 607.1007, please correct the statute number throughout the document.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

Amended and Restated
Articles of Incorporation
of
First Florida Pharmaceuticals, Inc.

FILED
2017 APR -6 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1005 F.S. First Florida Pharmaceuticals, Inc. amends and restates its Articles of Incorporation in their entirety by and through the action of the sole incorporator prior to the issuance of shares, furthermore, pursuant to the provisions of section 607.1007, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be:

First Florida Pharmaceuticals, Inc.

ARTICLE II

The street address of the principal office and mailing address of the Corporation is:

9132 Strada Place, Fourth Floor
Naples, Florida 34108

ARTICLE III

The Corporation is permitted to engage in all lawful business permitted under Florida law. The specific purposes of the business may be set forth in the Bylaws.

ARTICLE IV

The Corporation is authorized to issue One Hundred Thousand shares of no par value Common Stock in two series.

- a. The Corporation is authorized to issue up to Fifty Thousand (50,000) series A voting shares.
- b. The Corporation is authorized to issue up to Fifty Thousand (50,000) series B non-voting shares.

ARTICLE V

The Corporation shall have no less than One (1) and no more than Nine (9) directors as set forth in the Bylaws. The method of election of directors shall be as set forth in the bylaws.

The Board of Directors shall have the authority to establish and staff an Advisory Board in accordance with the Bylaws.

ARTICLE VI

The name and Florida street address of the Registered Agent of the Corporation is:

Kevin Carmichael
9132 Strada Place, Fourth Floor
Naples, Florida 34108

ARTICLE VII

These Articles may be amended by an affirmative vote of two-thirds of the total directors then appointed at a meeting called for such purpose; provided that if any provision requiring the consent of the shareholders in the aggregate or of a specific class or series of shares shall be authorized by a majority in interest of such shareholders.

This Amendment and Restatement of the Articles of Incorporation was adopted by the unanimous written consent of the sole incorporator prior to the issuance of shares in accordance with §607.1005 and 607.1007, on April 10, 2017.

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



Kevin Carmichael, Incorporator

APR/06/2017/THU 01:43 PM

FAX No.

P. 005

**CERTIFICATE OF ACCEPTANCE OF
DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE**

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 all on the 6th day of April, 2017.



Kevin Carmichael, Registered Agent