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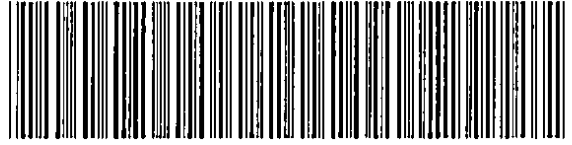
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Account#: 1200000000088

Date: 03/23/2020

Name: Jennifer Bialowas

Reference #: 1202807

Entity Name: SERUM INSTITUTE INC.

☐ Articles of Incorporation/Authorization to Transact Business

☒ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

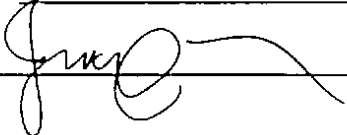
☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other Upon filing please provide a certified copy

*Please retain  
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date.*

Authorized Amount: 43.75

Signature: 



**THIRD AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SERUM INSTITUTE INC.**

Pursuant to the applicable provisions of the Florida Business Corporation Act, the undersigned hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is Serum Institute Inc. (the "Corporation").
2. The original Articles of Incorporation of the Corporation (the "Original Articles of Incorporation") were filed with the Department of State of the State of Florida on the 29<sup>th</sup> day of September 2017, under Document No. P17000078559
3. The First Amended and Restated Articles of Incorporation of the Corporation were filed with the Department of State of the State of Florida on December 29, 2017 (the "First Amended and Restated Articles of Incorporation").
4. The Second Amended and Restated Articles of Incorporation of the Corporation were filed with the Department of State of the State of Florida on October 31, 2018 (the "Second Amended and Restated Articles of Incorporation").
5. The Third Amended and Restated Articles of Incorporation were unanimously adopted and approved by the Sole Director and Sole Shareholder of the Corporation as of March 20, 2020 in accordance with the applicable provisions of the Florida Business Corporation Act.
6. The Prior Articles of Incorporation are hereby amended and restated in their entirety as follows:

**ARTICLE I  
NAME**

The name of the Corporation is Serum Institute Inc.

**ARTICLE II  
PRINCIPAL ADDRESS AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 555 Orange Dr., Suite 266, Davie, FL 33330.

**ARTICLE III  
PURPOSE**

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

**ARTICLE IV  
DURATION**

This corporation shall exist perpetually unless dissolved according to law.

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## ARTICLE V CAPITAL STOCK

This Corporation is authorized to issue 800,000 shares of common stock, with a par value of \$1.00 per share.

All voting powers of this corporation shall be vested in the common stock above designated.

## ARTICLE VI BOARD OF DIRECTORS

The Board of Directors of the Corporation (the "Board") shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The name and address of the current director is Mr. Amit Tryambak Thatte, 12555 Orange Dr., Suite 266, Davie, FL 33330.

## ARTICLE VII REGISTERED OFFICE AND AGENT

The street address of the Corporation's current registered office is 1201 Highway 90, Tallahassee, Florida 32301, and the name of its current registered agent at such office is Corporation Service Company.

## ARTICLE VIII INDEMNIFICATION

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (an "Indemnified Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding"), by reason of the fact that such Indemnified Person, or a person for whom such Indemnified Person is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership,

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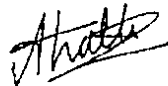
joint venture, limited liability company, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) reasonably incurred by such Indemnified Person in such Proceeding if such Indemnified Person acted in good faith and in a manner such Indemnified Person reasonably believed to be in or not opposed to the best interests of the Corporation and with respect to any criminal action or proceeding, had no reasonable cause to believe such Indemnified Person's conduct was unlawful; *provided, however*, that, no indemnification shall be made in respect of any claim, issue or matter as to which such Indemnified Person shall have been or adjudged to be liable for negligence or misconduct in the performance of such Indemnified Person's duty to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such Indemnified Person is fairly and reasonably entitled to indemnity for such expenses which such other court shall deem proper. Notwithstanding the preceding sentence, the Corporation shall be required to indemnify an Indemnified Person in connection with a Proceeding (or part thereof) commenced by such Indemnified Person only if the commencement of such Proceeding (or part thereof) by the Indemnified Person was authorized in advance by the Board.

The Corporation shall pay the expenses (including attorneys' fees) incurred by an Indemnified Person in defending any Proceeding in advance of its final disposition; *provided, however*, that, to the extent required by law, such payment of expenses in advance of the final disposition of the Proceeding shall be made only upon receipt of an undertaking by the Indemnified Person to repay all amounts advanced if it should be ultimately determined that the Indemnified Person is not entitled to be indemnified under this Article VIII or otherwise.

#### ARTICLE IX

The name of the Incorporator is Debra Palmisano, and the address of the Incorporator is c/o Greenberg Traurig, P.A. 333 SE 2nd Avenue, 44<sup>th</sup> Floor, Miami, Florida 33131.

**IN WITNESS WHEREOF**, the undersigned has executed these Third Amended and Restated Articles of Incorporation on March 20, 2020.



Amit Tryambak Thatte

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