

P22000040967

(Requestor's Name)

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☐ PICK-UP

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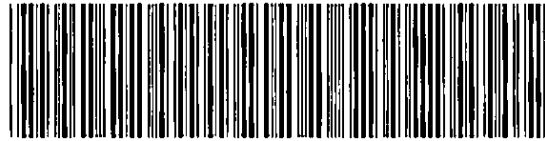
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 24, 2022

CSC

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: CURIS HEALTHCARE INC.  
Ref. Number: W22000068230

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

Your cover sheet does not reflect the correct filing fee. The fee is \$128.75 for a Domestication.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan  
Regulatory Specialist III

Letter Number: 522A00011779

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TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 696374 7578406

AUTHORIZATION :

COST LIMIT : \$ 128.75

ORDER DATE : May 19, 2022

ORDER TIME : 8:45 AM

ORDER NO. : 696374-005

CUSTOMER NO: 7578406

DOMESTIC AMENDMENT FILING

NAME: CURIS HEALTHCARE INC.

EFFECTIVE DATE:

XX ARTICLES OF DOMESTICATION AND ARTICLES OF ORGANIZATION  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT#

EXAMINER'S INITIALS: \_\_\_\_\_

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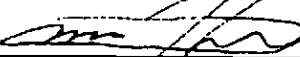
Articles of Domestication  
Foreign Corporation Domesticating to Florida

The undersigned, Omar Hussain President  
(Name) (Title)

of Curis Healthcare Inc., a foreign  
corporation, in accordance with s. 607.11922, Florida Statutes, submit these Articles of  
Domestication.

1. Then name of the domesticating corporation is Curis Healthcare Inc.  
(Foreign Corporation)
2. The jurisdiction and date of its formation is Illinois January 9, 2020
3. The name of the domesticated corporation is Curis Healthcare Inc.
4. The jurisdiction of formation of the domesticated corporation is **Florida**
5. The domestication corporation is a foreign corporation and the domestication was  
approved in accordance with its organic law.
6. Attached are Florida Articles of Incorporation to complete the domestication  
requirements pursuant to s.607.0202, F.S.

I certify I am authorized to sign these Articles of Domestication on behalf of the corporation.



(Authorized Signature)

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**ARTICLES OF INCORPORATION  
OF CURIS HEALTHCARE INC.**

**ARTICLE 1  
NAME**

The name of the Corporation is **CURIS HEALTHCARE INC.** (hereinafter referred to as the "Corporation").

**ARTICLE 2  
CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, at \$0.01 par value per share.

**ARTICLE 3  
PRINCIPAL LOCATION; MAILING ADDRESS**

The current address of the principal place of business and the current mailing address of the Corporation is 1201 S. Prairie Ave., Apt. 5101, Chicago, IL 60605.

**ARTICLE 4  
PURPOSE**

The Corporation is organized for the purpose of engaging in any business or enterprise permitted by law.

**ARTICLE 5  
INITIAL BOARD OF DIRECTORS**

The business and affairs of the Corporation shall be managed by and under the direction of its Board of Directors, and the directors need not be elected by written ballot unless required by the Bylaws. The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than nine (9) directors, and shall initially consist of one (1) director. The number of directors within these limits may be increased or decreased from time to time as provided in the Bylaws of the Corporation.

The powers of the incorporator are to terminate upon the filing of this Articles of Incorporation, and the name and mailing address of the person who is to serve as director until the first annual meeting of stockholders, or until his earlier death, resignation or incapacity or such date as his successor(s) is/are elected and qualified is:

**OMAR HUSSAIN**  
1201 S. Prairie Ave., Apt. 5101  
Chicago, IL 60605

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**ARTICLE 6**  
**REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent of the Corporation is **Corporation Service Company**, located at 1201 Hays Street, Tallahassee, Florida 32301.

**ARTICLE 7**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is **Omar Hussain**, 1201 S. Prairie Ave., Apt. 5101, Chicago, IL 60605.

**ARTICLE 8**  
**LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

**ARTICLE 9**  
**INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

**ARTICLE 10**  
**BYLAWS**

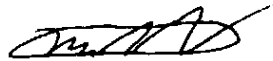
The Board shall have the power to adopt the Bylaws of the Corporation. The Bylaws of the Corporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law. Certain material transactions of the Corporation, set forth in the Bylaws of the Corporation, shall require approval of the shareholders of the Corporation.

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JACKSONVILLE, FLORIDA

**ARTICLE 11**  
**AMENDMENT**

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

**IN WITNESS WHEREOF**, the incorporator has executed these Articles of Incorporation this 19 day of May, 2022.



\_\_\_\_\_  
Omar Hussain, Incorporator

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**CONSENT OF REGISTERED AGENT  
OF  
CURIS HEALTHCARE INC.**

The undersigned, **Corporation Service Company**, whose address is 1201 Hays Street, Tallahassee, Florida 32301, hereby accepts appointment as the initial registered agent of **Curis Healthcare Inc.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

**CORPORATION SERVICE COMPANY**

By: Alexxis Weiland, assistant vice president  
Name: Alexxis Weiland  
Its: Assistant Vice President

Date: May 20th, 2022

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TALLAHASSEE, FLORIDA