



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

Certificate of Authority
FOREIGN Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

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SECRETARY OF STATE
CORPORATIONS DIV
2016 AUG 22 AM 10:12

1. The name of the corporation is: 360Medlink Inc		
2. It is incorporated under the laws of: Canada		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: July 23rd, 2010 And the period of its duration is: CHECK ONLY ONE BOX ☒ Perpetual (on-going) ☐ Date certain for dissolution _____		
5. The address of its principal office is: 1000 De La Gauchetiere West, Suite 2400. Montreal. Quebec. H3B-4W5. Canada		
6. The name and address of the initial registered agent/office of in Rhode Island: Agent Name Corporate Creations Network INC Street Address (NOT a P.O. Box) 10 Dorrance Street #700		
City/Town Providence	State RHODE ISLAND	Zip Code 02903

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

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By 281794

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
360Medlink will service the EOHHS (Executive Office of Health and Human Resources) with its main health product TAVIE. TAVIE-HIV is a virtual nurse platform clinically validated for HIV patients, patient engagement, treatment management and adherence. The platform has been tested in randomized trials with patients living with HIV.

8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):

NAME	ADDRESS
Jean-Manasse Theagene	2174 Du Boree. Montreal. Qc. Canada. H4R-0K2
Alberto Navas Roch	599 Boul. Beaconsfield. QC. Canada. H9W 5T2

Check the box to indicate an attachment. ☐

8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

OFFICE	NAME	ADDRESS
PRESIDENT	Jean-Manassé Theagene	2174 Du Boree. Montreal. Qc. Canada. H4R-0K2
VICE PRESIDENT	<i>Alberto Navas Roch</i>	599 Boul. Beaconsfield. QC. Canada. H9W 5T2
TREASURER		
SECRETARY	Michele Sajous Theagene	2174 Du Boree. Montreal. Qc. Canada. H4R-0K2.

Check the box to indicate an attachment. ☐

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
1000	A	A	\$1000

10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:

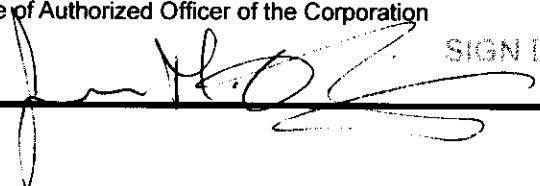
\$ 65,000

(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:

\$ 12,000

(c) Estimate, as a percentage, the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.

18 %

11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year. \$ <u>2,000,000</u>	(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year. \$ <u>300,000</u>
(c) Estimate, as a percentage , the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. <i>Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</i> <u>15</u> %	
12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.	
13. Date when the Certificate of Authority will be effective: CHECK ONLY ONE BOX	
☒ Date received (Upon filing)	
☐ Later effective date (Date must be no more than 90 days from the day of filing) _____	
Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.	
Type or Print Name of Authorized Officer Jean-Manassé Theagene	Date August 19th, 2016
Signature of Authorized Officer of the Corporation  SIGN DOCUMENT HERE	



2015-11

Attestation de Revenu Québec

Cette attestation est délivrée à :

360MEDLINK INC.
1000, RUE DE LA GAUCHETIERE O
PORTE 2400
MONTREAL (QUEBEC) H3B 4W5

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2016 AUG 22 AM 10:12

Numéro d'entreprise du Québec (NEQ) : 1166774894

Elle atteste que l'entreprise désignée ci-dessus répond, à la date de délivrance, aux conditions suivantes :

- Elle a produit les déclarations et les rapports exigés en vertu des lois fiscales québécoises.
- Elle n'a pas de compte en souffrance à l'endroit du ministre du Revenu du Québec ou, si elle a un compte en souffrance, elle se trouve dans l'une ou l'autre des situations suivantes :
 - le recouvrement de ses dettes a été légalement suspendu;
 - des dispositions ont été convenues avec elle pour assurer le paiement de ses dettes, et elle n'est pas en défaut à cet égard.

Cette attestation est délivrée sous réserve des droits du ministre du Revenu, qui peut notamment procéder à toute vérification, à toute inspection, à tout examen ou à toute enquête. Le ministre peut aussi établir toute détermination, toute imposition et toute cotisation. Enfin, il peut rendre toute décision et recouvrer tout montant relativement à l'entreprise désignée.

Numéro de l'attestation : 012182-AWWW-0315189

Date et heure de délivrance de l'attestation : 17 août 2016 à 11 h 34 min 11 s

Date de fin de la période de validité de l'attestation : 31 janvier 2017

Vous pouvez vérifier l'authenticité de cette attestation sur le site Internet de Revenu Québec, à l'adresse www.revenuquebec.ca.

Assurez-vous que l'attestation a été délivrée dans le délai prévu par la législation en vigueur.



LEW-700
2015-11

**Attestation de Revenu Québec
[Revenu Québec Certificate]**

This certificate is issued to:

360MEDLINK INC.
1000 DE LA GAUCHETIERE ST. W
SUITE 2400
MONTREAL (QUEBEC) H3B 4W5

Quebec Enterprise Number (NEQ): 1166774894

It certifies that, at the issuance date, the company designated above meets the following conditions:

- It has produced the returns and reports required by Quebec tax laws.
- It has no overdue accounts payable to the Minister of Revenue of Quebec or, if it does, one of the following circumstances applies:
 - Collection of its debts has been legally suspended.
 - An agreement has been reached with it to ensure payment of its debts, and it is not in default in this regard.

This certificate is issued subject to the rights of the Minister of Revenue, who may proceed with any verification, inspection, examination or investigation. The Minister may also establish any determination or assessment. Finally, he may make any ruling and recover any amount in relation to the designated company.

Certificate number: 012182-AWW-0315189

Date and time the certificate was issued: August 17, 2016 at 11:34:11 a.m.

Certificate validity period expiration date: January 31, 2017

You may verify the authenticity of this certificate on the Revenu Québec website at **www.revenuquebec.ca**.

Please ensure that the certificate was issued within the time frame provided for under current legislation.



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

Nellie M. Gorbea
Secretary of State

