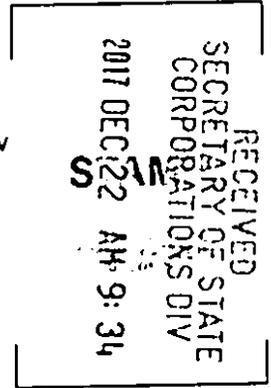




State of Rhode Island and Providence Plantations
Department of State - Business Services Division
 148 W. River Street, Providence, Rhode Island 02904-2615
 Phone: (401) 222-3040 | Email: corporations@sos.ri.gov | Website: www.sos.ri.gov



Application for Certificate of Authority
Foreign Business Corporation
 Filing and License 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:

1. The name of the corporation is:	
Biosafe America, Inc.	
2. It is incorporated under the laws of:	Texas
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:	March 16, 2009
And the period of its duration is: CHECK ONLY ONE BOX	
<input checked="" type="checkbox"/> Perpetual (on-going)	
<input type="checkbox"/> Date certain for dissolution _____	
5. The address of its principal office is:	
1225 N. Loop W. #120, Houston, TX 77008	

FILED *C*
 DEC 22 2017 **STAMP** *9:34*
 BY *CU* **320427**

6. The name and address of the initial registered agent/office of in Rhode Island:

Agent Name **C T Corporation System**

Street Address (NOT a P.O. Box) **450 Veterans Memorial Parkway, Suite 7a**

City/Town East Providence	State RHODE ISLAND	Zip Code 02914
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7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Sales & marketing company in the field of cell processing.

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
Gerard Brophy	100 Results Way, Marlborough, MA 01752
Morgan Norris	100 Results Way, Marlborough, MA 01752

Check the box to indicate an attachment.

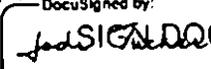
8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

OFFICE	NAME	ADDRESS
PRESIDENT	Gerard Brophy	100 Results Way, Marlborough, MA 01752
VICE PRESIDENT	Morgan Norris	100 Results Way, Marlborough, MA 01752
TREASURER	Parker Donner	100 Results Way, Marlborough, MA 01752
SECRETARY	Jodi Tucker	100 Results Way, Marlborough, MA 01752

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
50000			\$1

10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:		
\$ <u>3.7 million</u>		
(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:		
\$ <u>0</u>		
(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. <i>Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.</i>		
<u>0</u> %		
11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year.		
\$ <u>\$20 million</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>\$200 k</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>1</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		
<input checked="" type="checkbox"/> Date received (Upon filing)		
<input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____		
<i>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.</i>		
Signature of Authorized Officer of the Corporation <small>DocuSigned by:</small>  <small>DN: c=US, ou=Jodi Tucker</small>	Type or Print Name of Authorized Officer Jodi Tucker, Secretary	Date 12/20/2017

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

**Biosafe America, Inc.
List of Directors & Officers**

Name	Title	Address
Gerard Brophy	Director	100 Results Way Marlborough, MA 01752
Morgan Norris	Director	100 Results Way Marlborough, MA 01752
Gerard Brophy	President	100 Results Way Marlborough, MA 01752
Morgan Norris	Vice President	100 Results Way Marlborough, MA 01752
Jon Van Pelt	Vice President	100 Results Way Marlborough, MA 01752
Parker Donner	Treasurer	100 Results Way Marlborough, MA 01752
Jodi Tucker	Secretary	100 Results Way Marlborough, MA 01752
Victoria Vron	Assistant Secretary	801 Main Ave. The Towers Norwalk, CT 06851
Elizabeth Glotfelty	Assistant Secretary	191 Rosa Parks St. Cincinnati, OH 45202

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Rolando B. Pablos
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Biosafe America Inc. (file number 801098677), a Domestic For-Profit Corporation, was filed in this office on March 16, 2009.

It is further certified that the entity status in Texas is in existence.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2017 DEC 22 AM 9:31

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 21, 2017.



A handwritten signature in black ink, appearing to read "Rolando B. Pablos".

Rolando B. Pablos
Secretary of State



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:

December 22, 2017 09:34 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea
Secretary of State

