



**State of Rhode Island
Office of the Secretary of State**

Fee: \$310.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Foreign Corporation

Application for Certificate of Authority

(Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended)

SECTION I

The name of the corporation is EpiVax, Inc.

SECTION II

It is incorporated under the laws of State: DE Country: USA

This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

SECTION III

The name, if different, which it elects to use in Rhode Island:

(a) *If the name of the corporation does not contain the word "corporation", "company", "incorporated", or "limited", or an abbreviation thereof, add one of these corporate endings for use in Rhode Island OR*

(b) *if the corporation proposes to qualify and transact business under a different name, list that name:*

Note: If option (b) is elected, a Fictitious Business Name Statement (FORM 624A) is required to be filed with this application

SECTION IV

The date of its incorporation is 12/19/2024

and the period of its duration is ☒ Perpetual ☐

SECTION V

The location of its principal office is

No. and Street: 188 VALLEY STREET

SUITE 424

City or Town: PROVIDENCE

State: RI

Zip: 02909

Country: USA

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 188 VALLEY STREET

SUITE 424

City or Town: PROVIDENCE

State: RI

Zip: 02909

and the name of its proposed registered agent in Rhode Island at that address is ANNE DEGROOT

SECTION VII

The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

TO ENGAGE IN THE BUSINESS OF DEVELOPING VACCINE AND THERAPEUTIC DRUG CANDIDATES AND RELATED RESEARCH AND DEVELOPMENT.

SECTION VIII

(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).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	ANNE S DEGROOT	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA
TREASURER	ANNE S DEGROOT	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA
SECRETARY	ANNE S DEGROOT	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA
CEO	RICH-HENRY SCHABOWSKY	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA

(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).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	ANNE S DEGROOT	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA
TREASURER	ANNE S DEGROOT	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA
SECRETARY	ANNE S DEGROOT	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA
CEO	RICH-HENRY SCHABOWSKY	188 VALLEY ST., STE 424 PROVIDENCE, RI 02909 USA

SECTION IX

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:

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Num of Shares</i>	
CWP			\$0.0001	20,000,000.00

Signed this 28 Day of January, 2025 at 10:54:40 AM by the officers(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.*

By RICH-HENRY SCHABOWSKY, CEO

Signature of Authorized Officer of the Corporation

Form No. 150
Revised 09/07

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Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EPIVAX, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JANUARY, A.D. 2025.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EPIVAX, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF DECEMBER, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.



10043962 8300

SR# 20250129165

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202693348

Date: 01-14-25



State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
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:

January 28, 2025 10:52 AM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore
Secretary of State

