F09000000260

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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2016 APR 25 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/27 ar

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Kyowa Kirin, Inc.
Name of Corporation

DOCUMENT NUMBER: F09000000260

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Leonard S. Paolillo
Name of Contact Person

Kyowa Kirin, Inc.
Firm/Company

135 Route 202/206, Suite 6
Address

Bedminster, NJ 07921
City/State and Zip Code

Len.Paolillo@prostrakan.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Leonard S. Paolillo at (908) 375-7918
Name of Contact Person — Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- [X] $35.00 Filing Fee
- [ ] $43.75 Filing Fee & Certificate of Status
- [ ] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F09000000260

(Document number of corporation (if known))

1. ProStrakan, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 1/21/2009

(Date authorized to do business in Florida)

FILED APR 26 PM 4:40

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 4/18/2016

5. Kyowa Kirin, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

N/A

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

No change.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

No change.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated. See Attachment A

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Leonard S. Paolillo

(Typed or printed name of person signing)

President

(Title of person signing)

Attachment A

Regarding the Name Change

Effective April 18, 2016, please note that ProStrakan, Inc. will change its name to Kyowa Kirin, Inc. Enclosed please find documentation of the name change. **Please note that this change is not as a result of a change in ownership.**

0721927

NEW JERSEY DEPARTMENT OF HEALTH
CONSUMER AND ENVIRONMENTAL HEALTH SERVICE
P.O. Box 369, Trenton, New Jersey 08625-0369

DRUG AND MEDICAL DEVICE CERTIFICATE OF REGISTRATION

N.J.S.A. 24:6B-5 -- "If any location of a registered business is to be changed, the registrant shall give the department written notice prior to the change of the address of such new location and the name and address of the individual to be in charge thereof. A fee of $20.00 shall accompanying such notification."

Registered as: ☒ manufacturer ☒ wholesaler which conducts business at the following locations in this State:

3250 COMMERCE PKWY MIRAMAR, FL 33025-
15 INGRAM BLVD -STE 100 LAVERGNE,TN 37086-
135 ROUTE 202-206, STE 6 BEDMINSTER, NJ 07921-

Reg. No.
5003647

KYOWA KIRIN GROUP PLC
KYOWA KIRIN, INC.
ATTN: LEONARD PAOLILLO
135 ROUTE 202/206, STE 6
BEDMINSTER. NJ 07921-

ISSUED PURSUANT TO
N.J.S.A. 24:6B

EXPIRES: January 31, 2017

Establishment Copy

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PROSTRAKAN, INC.", CHANGING ITS NAME FROM "PROSTRAKAN, INC." TO "KYOWA KIRIN, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF APRIL, A.D. 2016, AT 10:17 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE EIGHTEENTH DAY OF APRIL, A.D. 2016.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

Jeffrey W. Bullock, Secretary of State

2923368 8100
SR# 20162075527

Authentication: 202095013
Date: 04-05-16

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:17 AM 04/05/2016
FILED 10:17 AM 04/05/2016
SR 20162075527 - File Number 1923368

CERTIFICATE OF AMENDMENT

OF THE

CERTIFICATE OF INCORPORATION

OF

PROSTRAKAN, INC.

(Pursuant to Section 242 of the Delaware General Corporation Law)

PROSTRAKAN, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The name of the corporation is ProStrakan, Inc. (the "Corporation").

SECOND: The Certificate of Incorporation of the Corporation is hereby amended by striking out Article First thereof in its entirety and by substituting in lieu of said Article the following new Article:

"FIRST. The name of the corporation is Kyowa Kirin, Inc."

THIRD: The amendment of the Certificate of Incorporation herein has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

FOURTH: This Certificate of Amendment shall be effective as of April 18, 2016

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 30th day of March, 2016.

PROSTRAKAN, INC.

By: Andrew McLean

Name: Andrew McLean
Title: Secretary

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROSTRAKAN, 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 FIFTEENTH DAY OF JULY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PROSTRAKAN, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2923368 8300

AUTHENTICATION: 6727828

080785097

DATE: 07-15-08

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "STRAKAN LIFE SCIENCES INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FIRST DAY OF JULY, A.D. 1998, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "STRAKAN LIFE SCIENCES INC.".

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2923368 8100H

061065832

AUTHENTICATION: 5212004

DATE: 11-20-06

CERTIFICATE OF INCORPORATION
OF
STRAKAN LIFE SCIENCES INC.

I, the undersigned, for the purposes of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware, do execute this Certificate of Incorporation and do hereby certify as follows:

FIRST. The name of the corporation is Strakan Life Sciences Inc.

SECOND. The address of the corporation's registered office in the State of Delaware is One Rodney Square, 10th Floor, Tenth and King Streets, in the City of Wilmington, County of New Castle, 19801. The name of its registered agent at such address is RL&F Service Corp.

THIRD. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH. The total number of shares of stock which the corporation shall have authority to issue is 3,000 All such shares are to be Common Stock, par value of $1.00 per share, and are to be of one class.

FIFTH. The incorporator of the corporation is Siobhan Cameron, whose mailing address is P.O. Box 551, Wilmington DE 19899.

SIXTH. Unless and except to the extent that the by-laws of the corporation shall so require, the election of directors of the corporation need not be by written ballot.

SEVENTH. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the corporation is expressly authorized to make, alter and repeal the by-laws of the corporation, subject to the power of the stockholders of the corporation to alter or repeal any by-law whether adopted by them or otherwise.

EIGHTH. A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 07/21/1998
981283153 - 2923368

NINTH The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this article.

TENTH. The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation with the Secretary of State of the State of Delaware. The name and mailing address of the person who is to serve as the sole initial director of the corporation until the first annual meeting of stockholders of the corporation, or until his successor is duly elected and qualified, is:

Harry Thomas Stratford
Brunswickhill, Abbotsford Road
Galashiels
Selkirkshire
Scotland TD1 3NN United Kingdom

The undersigned incorporator hereby acknowledges that the foregoing certificate of incorporation is her act and deed on this the 21st day of July, 1998.

Siobhan Cameron
Siobhan Cameron
Incorporator

CERTIFICATE OF AMENDMENT

TO THE

CERTIFICATE OF INCORPORATION

OF

STRAKAN LIFE SCIENCES INC.

Pursuant to the provisions of Section 242 of the Delaware General Corporation Law it is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is

Strakan Life Sciences Inc.

2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"Article First: The name of the Corporation is

ProStrakan, Inc."

4. The amendment of the Certificate of Incorporation herein certified has been duly adopted by written consent of the Board of Directors of the Corporation in accordance with the provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on November 2nd, 2007

By: Andrew McLean

Name: Andrew F. McLean

Title: President

A/72292761.1

Attachment B

Corporate Officer Information

Kyowa Kirin, Inc.
135 Route 202/206, Suite 6
Bedminster, NJ 07921

Leonard Paolillo
President

Andrew McLean
Treasurer and Secretary

Allan Watson
CFO