



**JUBILANT
DRAXIMAGE**

DRAX  IMAGE®

February 6, 2013

Florida Department of State
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

To whom it may concern,

We are applying for a registered agent because it is a requirement to obtain a Foreign Manufacturer's license in Florida. However, we do not sell products in Florida. Title and risk of loss to products sold pass to the customer in Canada and the transaction occurs in Canada. The customer is the importer of record.

Martyn Coombs
President

A Jubilant Life Sciences Company

OUR VALUES



INSPIRE
CONFIDENCE



ALWAYS
STRETCH



NURTURE



EXCELLENT

Jubilant DraxImage Inc.

(Formerly DRAXIMAGE, a division of DRAXIS Specialty Pharmaceuticals Inc.)

16751 Trans-Canada Highway
Kirkland, Québec, Canada H9H 4J4

Tel: +1-888-633-5343

Fax: +1-866-431-4288

www.draximage.com

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Jubilant DraxImage Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Norman LaFrance

Name of Person

Jubilant DraxImage Inc.

Firm/Company

16751 Trans-Canada Highway

Address

Kirkland, Quebec H9H 4J4 CANADA

City/State and Zip code

nlafrance@jdi.jubl.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Norman LaFrance

Name of Person

at (514) 630-7081

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Jubilant DraxImage Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Canada 3. 3009003838
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 28, 2008 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. * see attached
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 16751 Trans Canada Highway, Kirkland, Qc H9H 4J4
(Principal office address)

16751 trans Canada Highway, Kirkland, Qc H9H 4J4
(Current mailing address)

8. Manufacture and sale of specialty pharmaceuticals
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

FILED
13 FEB - 7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: C T Corporation System Rachel Glasheen
(Registered agent's signature) Vice President & Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Martyn Coombs

Address: 16751 Trans-Canada Highway, Kirkland, Qc H9H 4J4

Vice Chairman: Rahul Devnani

Address: 16751 Trans-Canada Highway, Kirkland, Qc H9H 4J4

Director: François Bergeron

Address: 16751 Trans-Canada Highway, Kirkland, Qc H9H 4J4

Director: _____

Address: _____

FILED
13 FEB - 7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Martyn Coombs

Address: 16751 Trans-Canada Highway, Kirkland, Qc H9H 4J4

Vice President: Rahul Devnani

Address: 16751 Trans-Canada Highway, Kirkland, Qc H9H 4J4

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Martyn Coombs, President

(Typed or printed name and capacity of person signing application)



Industry
Canada

Industrie
Canada

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

FILED
13 FEB -7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE
DOCUMENT CI-JOINT EST UNE COPIE
EXACTE D'UN DOCUMENT CONTENU
DANS LES LIVRES TENUS PAR LE
DIRECTEUR.

Director - Directeur

Date





Industry Canada

Industrie Canada

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 FEB -7 PM 2:35

FILED

DRAXIS SPECIALTY PHARMACEUTICALS INC./

PRODUITS PHARMACEUTIQUES SPÉCIALISÉS DRAXIS INC.

446892-9

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the
above-named corporation were amended:

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

a) under section 13 of the *Canada
Business Corporations Act* in
accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi
canadienne sur les sociétés par
actions*, conformément à l'avis ci-joint;

b) under section 27 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment
designating a series of shares;

b) en vertu de l'article 27 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes
désignant une série d'actions;

c) under section 179 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes;

d) under section 191 of the *Canada
Business Corporations Act* as set out in
the attached articles of reorganization;

d) en vertu de l'article 191 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses de réorganisation ci-jointes;

Richard G. Shaw
Director - Directeur

May 28, 2008 / le 28 mai 2008

Date of Amendment - Date de modification



Articles of Amendment

(Section 27 or 177 of the Canada Business Corporations Act (CBCA))

Form 3

Instructions

1 Any changes in the articles of the corporation must be made in accordance with section 27 or 177 of the CBCA.

A If an amendment involves a change of corporate name (including the addition of the English or French version of the corporate name), the new name must comply with sections 10 and 12 of the CBCA as well as part 2 of the regulations, and the Articles of Amendment must be accompanied by a Canada-based NUMS® search report dated not more than ninety (90) days prior to the receipt of the articles by Corporations Canada. A numbered name may be assigned under subsection 11(2) of the CBCA without a NUMS® search.

D Any other amendments must correspond to the paragraphs and subparagraphs referenced in the articles being amended. If the space available is insufficient, please attach a schedule to the form.

2 Declaration

This form must be signed by a director or an officer of the corporation (subsection 282(2) of the CBCA).

General

The information you provide in this document is collected under the authority of the CBCA and will be stored in personal information bank number IC/PPU-048. Personal information that you provide is protected under the provisions of the Privacy Act. However, public disclosure pursuant to section 206 of the CBCA is permitted under the Privacy Act.

If you require more information, please consult our website at www.corporationscanada.gc.ca or contact us at 613-941-9642 (toll-free at 1-866-333-5556 or by email at corporationscanada@ic.gc.ca).

Prescribed Fees

- Corporations Canada Online Filing Centre \$200
- By mail or fax \$200 paid by cheque payable to the Receiver General for Canada or by credit card (American Express®, MasterCard® or Visa®)

Important Reminders

Changes of registered office address and/or mailing address:
Complete and file Change of Registered Office Address Form 3.

Changes of directors or changes of a director's address:
Complete and file Change Regarding Directors Form 6.

These forms can be filed electronically, by mail or by fax free of charge.

File documents online:
Corporations Canada Online
Filing Centre:
www.corporationscanada.gc.ca

Or send documents by mail:
Director General,
Corporations Canada
Jean Edmonds Tower South
9th Floor
365 Laurier Ave. West
Ottawa ON K1A 0G8

By Facsimile:
613-941-0999

1	Corporation name JUBILANT ACQUISITION INC.
---	---

2	Corporation number 4468929
---	-------------------------------

3	The articles are amended as follows: (Please note that more than one section can be filled out)
---	--

A:	The corporation changes its name to: DRAXIS SPECIALTY PHARMACEUTICALS INC./ PRODUITS PHARMACEUTIQUES SPÉCIALISÉS DRAXIS INC
----	---

B:	The corporation changes the province or territory in Canada where the registered office is situated to: (Do not indicate the full address)
----	---

C:	The corporation changes the minimum and/or maximum number of directors to: (For a fixed number of directors, please indicate the same number in both the minimum and maximum options)
	minimum maximum

D:	Other changes (e.g., to the classes of shares, to restrictions on share transfers, to restrictions on the business of the corporation or to any other provisions that are permitted by the CBCA to be set out in the Articles) Please specify.
----	--

4	Declaration
---	-------------

I hereby certify that I am a director or an officer of the corporation

R. Sankarajah

(91) 120 251-6601 x101

Print name

Telephone number

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA)



Industry
Canada

Industrie
Canada

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

FILED
13 FEB - 7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE
DOCUMENT CI-JOINT EST UNE COPIE
EXACTE D'UN DOCUMENT CONTENU
DANS LES LIVRES TENUS PAR LE
DIRECTEUR.

Director - Directeur

Date





Industry Canada

Industrie Canada

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 FEB -7 PM 2:35

FILED

**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

JUBILANT ACQUISITION INC.

446892-9

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Richard G. Shaw
Director - Directeur

May 28, 2008 / le 28 mai 2008

Date of Amalgamation - Date de fusion



Industry Canada Industrie Canada
 Canada Business Corporations Act Loi canadienne sur les sociétés par actions

**FORM 9
 ARTICLES OF AMALGAMATION
 (SECTION 185)**

**FORMULE 9
 STATUTS DE FUSION
 (ARTICLE 185)**

1 -- Name of the Amalgamated Corporation / Dénomination sociale de la société issue de la fusion
JUBILANT ACQUISITION INC.

2 -- The province or territory in Canada where the registered office is to be situated / La province ou le territoire au Canada où se situera le siège social
Québec

3 -- The classes and any maximum number of shares that the corporation is authorized to issue / Catégories et tout nombre maximal d'actions que la société est autorisée à émettre
The Corporation is authorized to issue an unlimited number of common shares.

4 -- Restrictions, if any, on share transfers / Restrictions sur le transfert des actions, s'il y a lieu
See Schedule A attached.

5 -- Number (or minimum and maximum number) of directors / Nombre (ou nombre minimal et maximal) d'administrateurs
Minimum 1 and maximum 10

6 -- Restrictions, if any, on business the corporation may carry on / Limites imposées à l'activité commerciale de la société, s'il y a lieu
None

7 -- Other provisions, if any / Autres dispositions, s'il y a lieu
See Schedule B attached.

8 -- The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows: / La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après

183 184(1) 184(2)

9 -- Name of the amalgamating corporations / Dénomination sociale des sociétés fusionnantes	Corporation No / N° de la société	Signature	Date	Title / Titre	Tel No / N° de tél
Jubilant Acquisition Inc	694238-5	<i>[Signature]</i>	May 28, 2008	Director	91 120 251-6601 x110
DRAXIS Health Inc.	448178-0	<i>[Signature]</i>	May 28, 2008	Director	91 120 251-6601 x110

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT

4468929

B CORP 29 MAY '08 09:25

IC 3190 (2007/06)

FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 13 FEB -7 PM 2:35

Schedule A

RESTRICTIONS ON SHARE TRANSFERS

The shares of the Corporation shall be subject to the restriction on the transfer of securities set out in "Other provisions".

FILED

13 FEB -7 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Schedule B

OTHER PROVISIONS

1. The securities of the Corporation, other than non-convertible debt securities, shall not be transferred without the approval of the board of directors or of the holder or holders of more than 50% of the voting shares of the Corporation, to be evidenced in either case by a resolution of such directors or shareholders.
2. The directors may elect from time to time one or more additional directors within the limits provided in the *Canada Business Corporations Act*.
3. The amalgamation is effective as of 3:00 p.m. on May 28, 2008.

FILED

13 FEB -7 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Industry
Canada

Industrie
Canada

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

FILED
13 FEB - 7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE
DOCUMENT CI-JOINT EST UNE COPIE
EXACTE D'UN DOCUMENT CONTENU
DANS LES LIVRES TENUS PAR LE
DIRECTEUR.

Director - Directeur

Date





13 FEB -7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Certificate of Amendment

Canada Business Corporations Act

Certificat de modification

Loi canadienne sur les sociétés par actions

Jubilant DraxImage Inc.

Corporate name / Dénomination sociale

446892-9

Corporation number / Numéro de société

I HEREBY CERTIFY that the articles of the above-named corporation are amended under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment.

JE CERTIFIE que les statuts de la société susmentionnée sont modifiés aux termes de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes.

Aïssa Aomari

Deputy Director / Directeur adjoint

2010-10-01

Date of Amendment (YYYY-MM-DD)
Date de modification (AAAA-MM-JJ)



Industry Industrie
Canada Canada

Form 4
Articles of Amendment

Canada Business Corporations Act
(CBCA) (s. 27 or 177)

Formulaire 4
Clauses modificatrices

Loi canadienne sur les sociétés par
actions (LCSA) (art. 27 ou 177)

- 1 Corporate name
Dénomination sociale
DRAXIS SPECIALTY PHARMACEUTICALS INC.
PRODUITS PHARMACEUTIQUES SPÉCIALISÉS DRAXIS INC.
-
- 2 Corporation number
Numéro de la société
446892-9
-
- 3 The articles are amended as follows
Les statuts sont modifiés de la façon suivante
- The corporation changes its name to:
La dénomination sociale est modifiée pour :
Jubilant DraxImage Inc.

FILED
13 FEB - 7 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 4 Declaration: I certify that I am a director or an officer of the corporation.
Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société.

Original signed by / Original signé par
Mammohan Gauba

Mammohan Gauba
514-630-7126

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).
Nota : Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).