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(Requestor's Name)

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AUG 09 2016
S. YOUNG

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 245827 7735846
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 70.00

ORDER DATE : August 5, 2016
ORDER TIME : 9:14 AM
ORDER NO. : 245827-055
CUSTOMER NO: 7735846

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FOREIGN FILINGS

NAME: ARRAY BIOPHARMA INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

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. Array BioPharma 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. Delaware 3. 84-1460811
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/6/1998 5. _____
 (Date of incorporation) (Date of duration, if other than perpetual)

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

7. 3200 Walnut St, Boulder, CO 80301
 (Principal office address)

_____ (Current mailing address, if different)

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

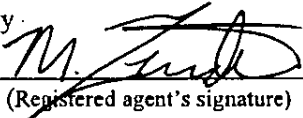
Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
 (City) (Zip code)

9. 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.

Corporation Service Company
 By: 
 (Registered agent's signature)

Melissa Zender
 Asst. Vice President

10. 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.

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

A. DIRECTORS

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

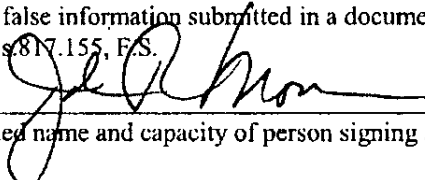
12. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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 s817.155, F.S.

13. John Moore, VP & General Counsel

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



Array BioPharma Inc. Directors

Kyle Lefkoff, Chairman of the Board
c/o Boulder Ventures
1941 Pearl St
Boulder, CO 80301

Charles Baum, MD, PhD, Director
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

Gwen Fyfe, MD, Director
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

John Orwin, Director
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

Gil Van Lunsen, Director
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

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TALLAHASSEE, FLORIDA

Array BioPharma Inc. Officers

Ron Squarer, CEO
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

Andrew Robbins, COO
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

Victor Sandor, MD, CMO
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

Nicholas Saccomano, PhD, CSO
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

John Moore, VP & General Counsel, Secretary
c/o Array BioPharma Inc.
3200 Walnut St
Boulder, CO 80301

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TALLAHASSEE, FLORIDA

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARRAY BIOPHARMA 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 FIFTH DAY OF AUGUST, A.D. 2016.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ARRAY BIOPHARMA INC." WAS INCORPORATED ON THE SIXTH DAY OF FEBRUARY, A.D. 1998.

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

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TALLAHASSEE, FLORIDA
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Jeffrey W. Bullock, Secretary of State

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Authentication: 202783987

Date: 08-05-16