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PROFIT
CORPORATION
ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1997

DOCUMENT # P 25895

1. Corporation Name

GENENTECH, INC.

APPROVED P9.10/3

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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SIGNATURE: LINE AND TYPED OF PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DESCRIPTION DESCRIPTION OF SIGNING OFFICER OR DIRECTOR

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Genentech, Inc. Genentech, Inc. Genentech, inc.

LIST OF CORPORATE OFFICERS FEDERAL ID NO. 94-2347624

Genentech, Inc. Genentech, Inc.

| NAME | TITLE | DATE TAKING OFFICE |
|----------------------------|---|-----------------------|
| William R. Arathoon | Vice President, Process Sciences | April 1996 |
| Gregory P. Baird | Vice President, Corporate Communications | February 1992 |
| Joffre B. Baker, Ph.D. | Vice President, Research Discovery | March 1997 |
| David W. Beier | Vice President, Government Affairs | March 1989 |
| Robert L. Garnick, Ph.D. | Vice President, Quality | April 1994 |
| Marty Glick | Vice President, Finance - Tax & Treasury | July 1991 |
| Bradford S. Goodwin | Vice President, Finance & Controller | July 1993 |
| Susan D. Hellman, M.D. | Vice President, Medical Affairs & Chief Medical Officer | March 1996 |
| Dennis Henner | Vice President, Research | July 1994 |
| Paul F. Hohenschuh | Vice President, Manufacturing | September 1989 |
| Paula Jardieu, Ph.D. | Vice President, Pharmacological Sciences | March 1997 |
| Edmon R. Jennings | Vice President, Corporate Development | January 1996 |
| Stephen G. Juelsgaard | Vice President, General Counsel & Secretary | September 1994 |
| Cynthia J. Ladd | Vice President, Corporate Law | February 1996 |
| Louis J. Lavigne, Jr. | Senior Vice President and Chief Pinancial Officer | September 1994 |
| Arthur D. Levinson, Ph.D. | President and CEO | July 1995 |
| Ted W. Love | Vice President, Product Development | March 1996 |
| M. David MacFarlane, Ph.D. | Vice President, Regulatory Affairs | August 1989 |
| Polly Moore | Vice President, Information Resources | April 1994 |
| James P. Panek | Vice President, Engineering & Facilities | July 1993 |
| Kim Popovits | Vice President, Sales | November 1994 |
| David C. Roche | Senior Vice President, Sales and Marketing | July 1996 |
| Nicholas J. Simon III | Vice President, Business and Corporate Development | December 1994 |
| Dan Spiegelman | Treasurer | December 1996 |
| David Stump | Vice President, Clinical Research & Genentech Fellow | July 1995 |
| William D. Young | Executive Vice President | January 1996 |

All of the above officers can be reached at: 460 Point San Bruno Boulevard South San Francisco, CA 94080-4990 (415) 225-1000

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Genentech, Inc. Genentech, Inc. Genentech, Inc. Genentech, Inc. Genentech, Inc.

LIST OF DIRECTORS FEDERAL ID NO. 94-2347624

| Name | Title | Date Taking Office | | | | |
|--|--|--------------------|--|--|--|--|
| Herbert W. Boyer, Ph.D. 520 Summit Avenue Mill Valley, CA 94941 | Retired Professor of Biochemistry, U.C.S.F. | April, 1976 | | | | |
| Jurgen Drews, M.D. Hoffmann-La Roche, Inc. 340 Kingsland Street Nutley, NJ 07110-1199 | President of International Research and Development, Roche Group | September, 1990 | | | | |
| Franz B. Humer F. Hoffmann-La Roche, Ltd. Schaffhauserrheinseg 125 Ch 4002 Basel, Switzerland | Head of Pharmaceutical Division Member of Executive Division | June, 1995 | | | | |
| Arthur D. Levinson 500 Remillard Drive Hillsborough, CA 94010 | President and CEO | July, 1995 | | | | |
| Linda Fayne Levinson 710 22nd Street Santa Monica, CA 90402 | President, Fayne Levinson Associates, Inc. | September, 1992 | | | | |
| J. Richard Munro Time-Warner, Inc. Time & Life Building | Chairman of the Executive Committee of the Board, Time-Warner, Inc.; | February, 1988 | | | | |
| Rockefeller Center New York, NY 10010 | Chairman of the Board, Genentech, Inc. | December, 1996 | | | | |
| Donald L. Murfin 7466 Sherwood Drive Mentor, OH 44060 | General Partner, Chemicals Materials Enterprise Associates, L.P. | April, 1980 | | | | |
| John T. Potts, Jr., M.D. 129 Chestnut Street West Newton, MA 03165 | Physician-in-Chief Massachusetts General Hospital | October, 1982 | | | | |
| C. Thomas Smith, Jr. 199 Rimmon Road Woodbridge, CT 06525 | President and CEO, Voluntary Hospitals of America | July, 1986 | | | | |
| David S. Tappan, Jr. 47-260 West Eldorado Drive Indian Wells, CA 92660 | Director, Fluor Corporation Irvine, CA | May, 1981 | | | | |



ACCOUNT NO. : 072100000032

REFERENCE :

331778

4727156

AUTHORIZATION

COST LIMIT :

\$ 165.00

ORDER DATE: April 15, 1997

ORDER TIME : 11:07 AM

ORDER NO. : 331778

CUSTOMER NO: 4727156

CUSTOMER: Ms. Lyniel Dao

Genentech Inc

460 Point San Bruno Boulevard

South San Franc, CA 94080-4990

CHANGE OF AGENT

NAME: GENENTECH, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Deborah Schroder

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