

Florida Department of
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000255153 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RECEIVED
05 NOV -2 PM 12:57
DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

CV THERAPEUTICS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

FILED
05 NOV -2 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

11/03/05

6p

H05000255153 3

**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. CV Therapeutics, 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. 43-1570294
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. December 11, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3172 Porter Drive, Palo Alto, CA 94304
(Principal office address)

3172 Porter Drive, Palo Alto, CA 94304
(Current mailing address)
8. Commercial sales of Food and Drug Administration (FDA) approved drugs for
the treatment of cardiovascular and other diseases
(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 or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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.

Corporation Service Company

By: 

(Registered agent's signature)

Alexis Cassidy, Assistant Vice President

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:

FILED
05 NOV -2 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000255153 3

H05000255153 3

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers /directors rider

Address: _____

Vice President: _____

Address: _____

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 listed in number 12 of the application)

14. Tricia Borge Suvari, Esq., VP, General Counsel & Assistant Secretary
(Typed or printed name and capacity of person signing application)

FILED
05 NOV -2 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000255153 3

H05000255153 3

Executive Officers Rider
CV Therapeutics, Inc.

Name	Title	Business address
Louis G. Lange, M.D., Ph.D.	Chief Executive Officer	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Daniel K. Spiegelman	Senior Vice President & Chief Financial Officer	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Brent K. Blackburn, Ph.D.	Senior Vice President, Drug Discovery & Development	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Tricia Borga Sivieri, Esq.	Vice President, General Counsel & Assistant Secretary	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
David C. McCaleb	Senior Vice President, Commercial Operations	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304

FILED

05 NOV -2 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000255153 3

H05000255153 3

Board of Directors Rider
CV Therapeutics, Inc.

FILED

05 NOV -2 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Title	Business address
Louis G. Lange, M.D., Ph.D.	Director, Chairman of the Board	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Santo J. Costa	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
John Croon	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Thomas L. Gutshall	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Peter Barton Hunt, Esq.	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Kenneth B. Lee, Jr.	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Barbara J. McNeil, M.D., Ph.D.	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304
Thomas R. Shank, Ph.D.	Director	CV Therapeutics 3172 Porter Drive Palo Alto, CA 94304

H05000255153 3

H05000255153 3

Delaware

PAGE 1

The First State

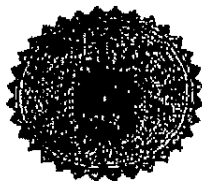
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CV THERAPEUTICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CV THERAPEUTICS, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF DECEMBER, A.D. 1990.

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

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

FILED
05 NOV -2 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



2248911 8300

050885825

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4261877

DATE: 10-31-05

H05000255153 3