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FOREIGN PROFIT/NONPROFIT CORPORATION

Burnham Institute for Medical Research Inc.

Certificate of Status	0
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D. WHITE OCT 11 2006

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Burnham Institute For Medical Research *Inc.*

(Name of corporation must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. California

(State or country under the law of which it is incorporated)

3. 51-0197108

(FBI number, if applicable)

4. July 9, 1976

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. NA

(Date first conducted affairs in Florida if prior to registration. See sections 617.1301 & 617.1302, F.S. in determining penalty liability.)

7. 10901 North Torrey Pines Road, La Jolla, CA 92037

(Principal office address)

10901 North Torrey Pines Road, La Jolla, CA 92037

(Current mailing address)

8. Medical research operations

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

(City)

Florida **33324**

(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.

M. T. Fitzpatrick

(Registered agent's signature)

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.

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06 OCT 10 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Nicolas C. Nierenberg, TrusteeAddress: c/o Burnham Institute for Medical Research
10901 North Torrey Pines Road, La Jolla, CA 92037Vice Chairman: N/A

Address: _____

Director: Malin Burnham, TrusteeAddress: c/o Burnham Institute for Medical Research
10901 North Torrey Pines Road, La Jolla, CA 92037Director: M. Wainwright Fishburn Jr.Address: c/o Burnham Institute for Medical Research
10901 North Torrey Pines Road, La Jolla, CA 92037

B. OFFICERS

President: John C. Reed, M.D., Ph.D.Address: c/o Burnham Institute for Medical Research
10901 North Torrey Pines Road, La Jolla, CA 92037Vice President: Karin EasthamAddress: c/o Burnham Institute for Medical Research
10901 North Torrey Pines Road, La Jolla, CA 92037Secretary: Nancy BeddingfieldAddress: 10901 North Torrey Pines Road, La Jolla, CA 92037Treasurer: Nicole DeBergAddress: 10901 North Torrey Pines Road, La Jolla, CA 92037

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

13. Karin Eastham

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karin Eastham, Executive Vice President and Chief Operating Officer
(Typed or printed name and capacity of person signing application)FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

ATTACHMENT TO

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT IT AFFAIRS IN FLORIDA

12. Names and addresses of officers and/or directors: (continued)

A. DIRECTORS (VOTING TRUSTEES)

Director/Trustee: Karin Eastham

Address: c/o Burnham Institute for Medical Research

10901 North Torrey Pines Road, La Jolla, CA 92037

Director/Trustee: Lynn Goreuze

Address: c/o Burnham Institute for Medical Research

10901 North Torrey Pines Road, La Jolla, CA 92037

Director/Trustee: Douglas E. Manchester

Address: c/o Burnham Institute for Medical Research

10901 North Torrey Pines Road, La Jolla, CA 92037

Director/Trustee: Douglas Obenshain

Address: c/o Burnham Institute for Medical Research

10901 North Torrey Pines Road, La Jolla, CA 92037

Director/Trustee: John C. Reed, M.D., Ph.D.

Address: c/o Burnham Institute for Medical Research

10901 North Torrey Pines Road, La Jolla, CA 92037

Director/Trustee: Kenneth J. Woolcott

Address: c/o Burnham Institute for Medical Research

10901 North Torrey Pines Road, La Jolla, CA 92037

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TALLAHASSEE, FLORIDA

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**State of California
Secretary of State**

06 OCT 10 PM 12: 08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the 9TH day of JULY, 1976, BURNHAM INSTITUTE FOR MEDICAL RESEARCH became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
October 6, 2006.



BRUCE McPHERSON
Secretary of State

RC

NP-25 (REV 03/31/05)

G&P 05 22450
TOTAL P.05