

**F07000003778**

**Florida Department of State  
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.**

(((H07000190645 3)))



H070001906453ABC%

**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) 205-0381

**From:**  
 Account Name : C T CORPORATION SYSTEM  
 Account Number : FCA000000023  
 Phone : (850) 222-1092  
 Fax Number : (850) 878-5926

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007 JUL 26 PM 2:34

FILED

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**Quinnova Pharmaceuticals, Inc.**

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help **T. Burch** JUL 27 2007

**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. Quinova Pharmaceuticals, 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**

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

**3. 03-0558298**

(FEI number, if applicable)

**4. 03/29/2003**

(Date of incorporation)

**5. Perpetual**

(Duration: Year corp. will cease to exist or "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. 301 South State Street, Suite N001, Newtown PA 18940**

(Principal office address)

**301 South State Street, Suite N001, Newtown PA 18940**

(Current mailing address)

**8. All Lawful Purposes**

(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**

(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.*

C T Corporation System

By: 

(Registered agent's signature)

**STEVEN P. ZISSER  
SPECIAL 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: None

Address: \_\_\_\_\_

Vice Chairman: None

Address: \_\_\_\_\_

Director: Fritz Bessler

Address: 47 Hulfish Street, Suite 210

Princeton NJ 08542

Director: Aaron Davidson

Address: Aaron Davidson, H. I. G. Ventures, 1001 Brickell Bay Drive, 27th Floor

Miami FL 33131

**B. OFFICERS**

President: Jeffrey S. Day

Address: 301 South State Street, Suite N001,

Newtown, PA 18940

Vice President: Christopher S. Brennan

Address: 301 South State Street, Suite N001

Newtown PA 18940

Secretary: Christopher S. Brennan

Address: 301 South State Street, Suite N001, Newtown PA 18940

Treasurer: Christopher S. Brennan

Address: 301 South State Street, Suite N001, Newtown PA 18940

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

13. *Christopher S. Brennan*  
(Signature of Director or Officer listed in number 12 of the application)

14. Christopher S. Brennan Secretary  
(Typed or printed name and capacity of person signing application)

**Addendum to Application By Foreign Corporation to Transact Business In Florida**

**Quinnova Pharmaceuticals, Inc.**

**Additional Directors**

**Brian Gallagher: Magen Biosciences, 790 Memorial Drive, Suite 200B, Cambridge MA  
02139**

**Lincoln Krochmal: 15891 Shannon Road, Los Gatos CA 95032**

**Alex Zisson: Thomas McNerney & Partners, One Stamford Plaza, 236 Treavor Blvd,  
16<sup>th</sup> Floor, Stamford CT 06901**

# Delaware

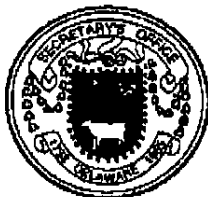
PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUINNOVA PHARMACEUTICALS, 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 TWENTY-SIXTH DAY OF JULY, A.D. 2007.

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

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



3946823 8300

070857823

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5876615

DATE: 07-26-07