

F1000001078

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

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MAIL

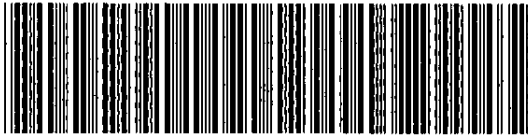
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03/01/10--01026--002 **1400.00

01/29/10--01035--009 **78.75

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DIVISION OF CORPORATIONS
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MD 3/4



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 3, 2010

JOSEPH M. SPAGNARDI
4222 EMPEROR BLVD., SUITE 200
DURHAM, NC 27703

SUBJECT: INSPIRE PHARMACEUTICALS, INC.
Ref. Number: W10000005036

We have received your document for INSPIRE PHARMACEUTICALS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$1400.00.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6921.

Maryanne Dickey
Document Specialist Supervisor

Letter Number: 610A00002574

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Inspire Pharmaceuticals, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Joseph M. Spagnardi

Name of Person

Inspire Pharmaceuticals, Inc

Firm/Company

4222 Emperor Blvd., Suite 200

Address

Durham, NC 27703

City/State and Zip code

JSpagnardi@inspirepharm.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lance Walton

Name of Person

at (919) 941-9777

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Inspire 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 3. 04-3209022
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/28/1993 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 12/1/2003
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 4222 Emperor Blvd., Suite 200 Durham, NC 27703
(Principal office address)
- (Current mailing address)
8. Solicitation of Pharmaceutical Sales
(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: CT Corporation System
- Office Address: 1200 South Pine Island Rd
Plantation, Florida 33324
(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.



(Registered agent's signature)

Terrell Kearney Asst. 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.

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

A. DIRECTORS

Chairman: Kenneth B. Lee, Jr

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Director
Vice Chairman: Jonathan S. Leff

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Director: Kip A. Frey

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Director: Alan F. Holmer

Address: 4222 Emperor Blvd. Suite 200
Durham, NC 27703

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B. OFFICERS

President: Christy L. Shaffer

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Vice President: Benjamin B. Yersa

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Secretary: Joseph M. Spagnardi

Address: 4222 Emperor Blvd., Suite 200 Durham, NC 27703

Treasurer: Thomas R. Staab II

Address: 4222 Emperor Blvd., Suite 200 Durham, NC 27703

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

13. Joseph M. Spagnardi
(Signature of Director or Officer listed in number 12 of the application)

14. Joseph M. Spagnardi
(Typed or printed name and capacity of person signing application)

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

A. DIRECTORS

Chairman: _____

Address: _____

✓ Director
Vice Chairman: Christy L. Shaffer

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Director: Nancy Jo Hutson

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

Director: Richard S. Kent

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

B. OFFICERS

President: _____

Address: _____

✓ Vice President: Thomas R. Staab, II

Address: 4222 Emperor Blvd., Suite 200
Durham, NC 27703

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. Joseph M. Spagnardi
(Typed or printed name and capacity of person signing application)

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The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INSPIRE 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 NINTH DAY OF FEBRUARY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INSPIRE PHARMACEUTICALS, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 1993.

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.

2357106 8300

100126186

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7806094

DATE: 02-09-10