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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

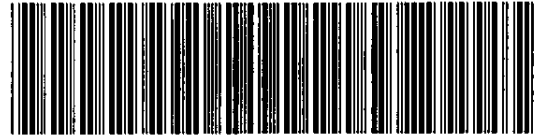
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch SEP 7, 2010

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: INC Research, 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," 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:

Michael J. Jauquet

(Name of Person)

INC Research, Inc.

(Firm/Company)

4700 Falls of Neuse Road, Suite 400, Raleigh, NC 27609

(Address)

Raleigh, NC 27609

(City/State and Zip code)

For further information concerning this matter, please call:

Michael Jauquet

919 227 5806

at ()

(Name of Person)

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
10 SEP -3 AM 10:42
DIVISION OF CORPORATIONS

August 17, 2010

MICHAEL J. JAUQUET
4700 FALLS OF NEUSE ROAD
STE 400
RALEIGH, NC 27609

SUBJECT: INC RESEARCH, INC.
Ref. Number: W10000038755

We have received your document for INC RESEARCH, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected original and one copy of 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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 410A00019760

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.

INC Research, Inc.

1. INC Research, 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, US 3. 33-0723120
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8-26-1996 5. Perpetual
(Date of incorporation) (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. 4700 Falls of Neuse Rd, Suite 400, Raleigh, NC 27609
(Principal office address)
4700 Falls of Neuse Rd, Suite 400, Raleigh, NC 27609
(Current mailing address)

8. Management of clinical trials
(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: 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.


(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.

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

A. DIRECTORS

Chairman: Please see attached list

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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B. OFFICERS

President: Please see attached list

Address:

Vice President:

Address:

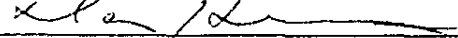
Secretary:

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. Dan Hartnett, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

INC Research, Inc.

Board of Directors as of June 22, 2010

1) Board Chairman

Don Milder
Crosspoint Venture Partners
450 Newport Center
Suite 600
Newport Beach, CA 92660

2) Director and Chief Executive Officer

James Ogle
4700 Falls of Neuse Road
Suite 400
Raleigh, NC 27609

3) Director

Terry Gould
Adams Street Partners
One North Wacker Drive
Suite 600
Chicago, IL 60606

4) Director

David Gill
6313 Seamist Court
Wilmington, NC 28409

5) Director

Bruce Brennan
16706 Alexander Manor Drive
Silver Spring, MD 20905

6) Director

Neil MacAllister
1600 Perimeter Park Drive
Suite 225
Morrisville, NC 27560

7) Director

William Hall
5215 Old Orchard Road
Suite 440
Skokie, IL 60077

8) Director

Gil Kliman
Interwest Partners
2710 Sand Hill Road
Second Floor
Menlo Park, CA 94025

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TALLAHASSEE, FLORIDA

INC Research, Inc.

Corporate Officers as of June 22, 2010

1) Chief Executive Officer

James Ogle
4700 Falls of Neuse Road
Suite 400
Raleigh, NC 27609

2) Chief Financial Officer

Dan Hartnett
4700 Falls of Neuse Road
Suite 400
Raleigh, NC 27609

3) Chief Operations Officer

John Potthoff
3321 Bee Caves Road
Austin, TX 78746

4) General Counsel

Karen Wall
4700 Falls of Neuse Road
Suite 400
Raleigh, NC 27609

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TALLAHASSEE, FLORIDA

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INC RESEARCH, 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 AUGUST, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INC RESEARCH, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 1996.

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.

2656930 8300

100812926



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8160965

DATE: 08-09-10