

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6381

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Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5388

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FOREIGN PROFIT/NONPROFIT CORPORATION
NUPATHE INC.

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

SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 JUL 21 AM 11:15

7/22/11

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: NuPathe 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:

Suzanne M. Hanlon
Name of Person
NuPathe Inc.
Firm/Company
227 Washington St, Suite 200
Address
Coxsack, PA 19428
City/State and Zip code
shanlon@nupathe.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Suzanne Hanlon at (484) 567-0130, Ext 1105
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

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**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. NuPallie 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. 20-2218246
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/07/2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, P.S., to determine penalty liability)

7. 227 Washington Street, Suite 200, Conshohocken, PA 19428
(Principal office address)

sanw
(Current mailing address)

8. SEE ATTACHMENT
(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, 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.

C T Corporation System

By: [Signature]

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

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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. Michael F. Marino

7-14-11

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Michael F. Marino, Vice President

(Typed or printed name and capacity of person signing application)

Attachment to Florida

Purpose Clause

Business activities related to the pharmaceutical and/or medical device industry,
including promotion, marketing and /or sale of prescription drugs and/or medical devices

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DIVISION OF CORPORATIONS
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NuPathe Inc. Officers and Directors

Officers	
Chief Executive Officer	Vice President & Treasurer
Jane H. Hollingsworth	Keith A. Goldan
227 Washington Street, Suite 200	227 Washington Street, Suite 200
Conshohocken, PA 19438	Conshohocken, PA 19438
President	Vice President & Secretary
Terri B. Sebree	Michael F. Marino
227 Washington Street, Suite 200	227 Washington Street, Suite 200
Conshohocken, PA 19438	Conshohocken, PA 19438
Directors	
Wayne P. Yetter (Chairman)	Jane H. Hollingsworth
227 Washington Street, Suite 200	227 Washington Street, Suite 200
Conshohocken, PA 19438	Conshohocken, PA 19438
Jeanne Cunicelli	Gary Kurtzman, MD
Bay City Capital, LLC	Safeguard Scientifics, Inc.
750 Battery Street, Suite 400	The 800 Building
San Francisco, CA 94111	435 Devon Park Drive
Office: 415-835-9350	Wayne, PA 19087-1945
Michael Cola	
Shire Pharmaceuticals	
725 Chesterbrook Boulevard	
Wayne PA 19087-5637	
William J. Federici	Robert P. Roche
West Pharma	227 Washington Street, Suite 200
101 Gordon Drive	Conshohocken, PA 19438
Lionville, PA 19341	

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NUPATHE 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 TWENTIETH DAY OF JULY, A.D. 2011.

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.

2011 JUL 21 AM 11:16
SECRETARY OF STATE
DIVISION OF CORPORATION

3909245 8300

110841167

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8914476

DATE: 07-20-11