

**F13000000025**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To:

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

**002757.178736**

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

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

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

**FOREIGN PROFIT/NONPROFIT CORPORATION  
REMPEX PHARMACEUTICALS, INC.**

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

SECRETARY OF STATE  
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**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Rampex 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:

Leslie J. Schulze

Name of Person

Rampex Pharmaceuticals, Inc.

Firm/Company

11535 Sorento Valley Road

Address

San Diego, CA 92121

City/State and Zip code

lschulze@rampexpharma.com

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

For further information concerning this matter, please call:

Leslie J. Schulze

at (558) 875-8874

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. Rempex 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. 27-6026000

(FEI number, if applicable)

4. February 15, 2011

(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. 11535 Sorrento Valley Road, San Diego, CA 92121

(Principal office address)

11535 Sorrento Valley Road, San Diego, CA 92121

(Current mailing address)

8. sales of pharmaceutical products

(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: NRAI Services, Inc.

Office Address: 515 East Park Avenue

Tallahassee

(City)

, Florida 32301

(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.

NRAI Services, Inc.

By: Diary L. Flanagan, Asst. Secretary

(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 Attached

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

## B. OFFICERS

President: See Attached

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. Leslie J. Schulze

(Signature of Director or Officer listed in number 12 of the application)

14. Leslie J. Schulze, Sr. Director of Finance, Controller & Assistant Secretary

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

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**Rempex Pharmaceuticals, Inc.**

**Officer and Director List**

**Officers:**

Daniel D. Burgess, President & Chief Executive Officer, 11535 Sorrento Valley Road, San Diego, CA 92121

Michael N. Dudley, Sr. VP of Research & Development, 11535 Sorrento Valley Road, San Diego, CA 92121

Jennifer G. Cayer, Chief Operating Officer, 11535 Sorrento Valley Road, San Diego, CA 92121

Eric J. Loumeau, Chief Financial Officer and Secretary, 11535 Sorrento Valley Road, San Diego, CA 92121

Leslie J. Schulze, Sr. Director of Finance, Asst. Secretary, 11535 Sorrento Valley Road, San Diego, CA 92121

Jeffrey S. Louth, Chief Medical Officer, 11535 Sorrento Valley Road, San Diego, CA 92121

Elizabeth Morgan, VP, Clinical Operations, 11535 Sorrento Valley Road, San Diego, CA 92121

Scott J. Hecker, VP, Chemistry, 11535 Sorrento Valley Road, San Diego, CA 92121

Olga (Lomovskaya) Rodny, VP, Biology, 11535 Sorrento Valley Road, San Diego, CA 92121

**Directors:**

Daniel D. Burgess, Board Member, 11535 Sorrento Valley Road, San Diego, CA 92121

Chau Q. Khuong, Board Member, 11535 Sorrento Valley Road, San Diego, CA 92121

Michael J. Ross, Chairman of the Board, 11535 Sorrento Valley Road, San Diego, CA 92121

James Topper, MD, Board Member, 11535 Sorrento Valley Road, San Diego, CA 92121

Chen Yu, MD, MBA, Board Member, 11535 Sorrento Valley Road, San Diego, CA 92121

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REMPEX 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-EIGHTH DAY OF DECEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "REMPEX PHARMACEUTICALS, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF FEBRUARY, 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.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0104574

DATE: 12-28-12

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