

F14000000205

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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MD 1/16



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 959130 7976549

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : January 13, 2014

ORDER TIME : 11:0 AM

ORDER NO. : 959130-005

CUSTOMER NO: 7976549

14 JAN 15 AM 8:24
CSC CORPORATION
ATLANTA, GA 30303
770.434.1000

FOREIGN FILINGS

NAME: DSM SINOCHEM PHARMACEUTICALS
SPAIN, S.A.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____

Jose L. Caparrós
Manager, Regulatory Affairs
DSM Sinochem Pharmaceuticals Spain S.A.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: DSM SINOCHEM PHARMACEUTICALS SPAIN, S.A.
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:

José L. Caparrós

Name of Person

DSM SINOCHEM PHARMACEUTICALS SPAIN, S.A.

Firm/Company

C/ Ripollés 2, Santa Perpétua de Mogoda

Address

08130 Barcelona - Spain

City/State and Zip code

josep-lluis.caparros@dsm-sinocem.com

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

For further information concerning this matter, please call:

José L. Caparrós

Name of Person

at (011) 34 93 544 30 63

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. **DSM SINOCHEM PHARMACEUTICALS SPAIN, S.A., 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. **SPAIN**

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

3. **3003754230**

(FEI number, if applicable)

4. **JUNE 30, 1994**

(Date of incorporation)

5. **PERPETUAL**

(Duration: Year corp. will cease to exist or "perpetual")

6. **n.a.**

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

7. **C/ Ripollés, 2 - Santa Perpeuta de Mogoda, 08130 Barcelona-Spain**

(Principal office address)

same as above

(Current mailing address)

8. **Manufacture of Active Pharmaceutical Ingredients (API)**

(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)

Sue G. Knight
Assistant Vice President

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Frans Vlaar, BU Director E/A

Address: Alexander Fleminglaan 1, 2613AX Delft, The Netherlands

Vice President: 1) Kristina Nordin-Gustafsson

Address: C/ Ripolles 2, Santa Perpetua de Mogoda, 08130 Barcelona-Spain

2) Martijn Poels / Alexander Fleminglaan 1, 2613AX Delft, The Netherlands

Secretary: Antonio Voltá Torres

Address: Travessera de Gracia 64, 2ª Planta, 08006 Barcelona-Spain

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

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. Kristina Nordin-Gustafsson - Site Manager

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

[Seal: TRADE REGISTER OF BARCELONA – TRADE REGISTER OF BARCELONA-PRIOR TEMPORE POTIOR IURE – MDCCCLXI]

[Seal: TRADE REGISTER OF BARCELONA – TRADE REGISTER OF BARCELONA – B2646258]

THE UNDERSIGNED TRADE REGISTRAR OF BARCELONA AND ITS PROVINCE, having examined the Books in the Archive and the computerised database at this Trade Register in Barcelona, with regard to the Requested Company.

CERTIFIES: That the data related to this Company, which remains in force in this Register, with legal status, is as follows:

NAME OF THE BUSINESS OWNER:

**DSM SINOCHEM PHARMACEUTICALS SPAIN, S.A.
SOLE PROPRIETORSHIP**

TAX ID CODE (C.I.F.):

A60607363

The aforementioned company was established as the result of the takeover of the business entity “División de Santa Perpetua de la Mogoda”, product of the partial spin-off from the company “GIST BROCADES, S.A.”, by means of the deed granted on 30 June 1994, before Mr Antonio Bosch Carrera, notary public of Barcelona, under number 2704 of his notarial records and by other documents, which were recorded in this Register on 12 July 1994 and were the basis for entry 1 on sheet number B-115.972, appearing on folio 197 of volume 27.244 of the archive.

LATEST DATA ENTERED IN THE TRADE REGISTER:

Volume: 43465 Folio: 161 Sheet: B-115972 ENTRY: 70

SPECIAL CIRCUMSTANCES:

There are no special circumstances.

SUBSISTING ENTRIES:

Daily registry book of submissions:

No subsisting entries.

Daily registry book of submission of accounts:

No subsisting entries.

The entry of the data contained in this register information into files or computerised databases for the individualised consultation of individuals or legal entities is prohibited, even when the source of origin is stated.

In witness whereof, I hereby issue this certification in Barcelona at 8:55 am on the **ninth day of December in the year two thousand and thirteen.**

[Illegible signature]

[Seal: TRADE REGISTER – TRADE REGISTER – BARCELONA – MIS AZUCENA BULLON MANZANO]

[Stamp: D A 3º L 8/80 – DOCUMENT(S) WITH NO SPECIFIED VALUE]

[Left Margin: TRADE REGISTER OF BARCELONA]

[Watermark: THIS IS A COPY]

JUAN ROBERT ARNAVAT
DOCTOR INGENIERO INDUSTRIAL
TRADUCTOR INTERPRETE JURADO
IDIOMAS INGLÉS Y FRANCÉS
Travesera de Gracia 15, 6º 3ª
08021 Barcelona



CLASE 8.^a

INSTRUMENTO DE TRADUCCIÓN



0L5700549

FILED
14 JAN 15 AM 8:24
U.S. DISTRICT COURT
MIDLAND DISTRICT
FLORIDA

The undersigned, Juan Robert Arnavat, Sworn Translator and Interpreter appointed by the Spanish Ministry of foreign Affairs, HEREBY CERTIFIES that the above translation is an accurate rendering of the original document written in the Spanish language.

WHEREFORE, I set forth my hand and seal on this 17th December, 2013, in the city of Barcelona.

JUAN ROBERT ARNAVAT
DOCTOR INGENIERO INDUSTRIAL
TRADUCTOR INTERPRETE JURADO
IDIOMAS INGLÉS Y FRANCÉS

Travesera de Gracia 15, 6º 3ª
08007 Barcelona
Tel. 93 539 83 03

JUAN ROBERT ARNAVAT

Doctor in Industrial Engineering
and Sworn Translator



EL REGISTRADOR MERCANTIL DE BARCELONA Y SU PROVINCIA QUE SUSCRIBE, tras examinar los Libros del Archivo y la base de datos informatizada existente en este Registro Mercantil de Barcelona con referencia a la Sociedad solicitada,

CERTIFICA: Que los datos relativos a esta Sociedad, que continúa vigente en este Registro, con personalidad jurídica, son los siguientes:

DENOMINACIÓN DEL EMPRESARIO:
DSM SINOCHEM PHARMACEUTICALS SPAIN SA
SOCIEDAD UNIPERSONAL

C.I.F.:
A60607363

Dicha sociedad fue constituida como consecuencia de la asunción de la unidad económica "División de Santa Perpetua de la Mogoda" proveniente de la escisión parcial de la sociedad "GIST BROCADES, S.A.", mediante escritura otorgada el 30 de junio de 1994, ante el notario de Barcelona don Antonio Bosch Carrera, número 2.704 de protocolo y por otros documentos, que fueron inscritos en este Registro con fecha 12 de julio de 1994 y que motivaron la inscripción 1ª en la hoja número B-115.972, obrante al folio 197 del tomo 27.244 del archivo.

ÚLTIMOS DATOS DE INSCRIPCIÓN EN EL REGISTRO MERCANTIL:
Tomo: 43465 Folio: 161 Hoja: B-115972 INSCRIPCIÓN 70

INCIDENCIAS ESPECIALES:

No existen incidencias especiales.

ASIENTOS DE PRESENTACIÓN VIGENTES:

Diario de presentación de inscripciones:
No tiene asientos vigentes.

Diario de presentación de depósito de cuentas:
No tiene asientos vigentes.

Queda prohibida la incorporación de los datos que constan en la presente información registral a ficheros o bases de datos informáticas para la consulta individualizada de personas físicas o jurídicas, incluso expresando la fuente de procedencia.

Y para que conste, expido la presente certificación en Barcelona, a las 8:55 horas del día nueve de diciembre de dos mil trece.



JUAN ROBERT ARNAVAT
DOCTOR INGENIERO INDUSTRIAL
TRADUCTOR INTERPRETE JURADO
IDIOMAS INGLÉS Y FRANCÉS

Travesera de Gracia 15, 6º 3ª
08021 Barcelona
Tel. 93 539 83 03

DA 3ª L 8/80
ACTOS SIN BASE DE CUANTIA
ACTES SENSE BASE DE QUANTIA

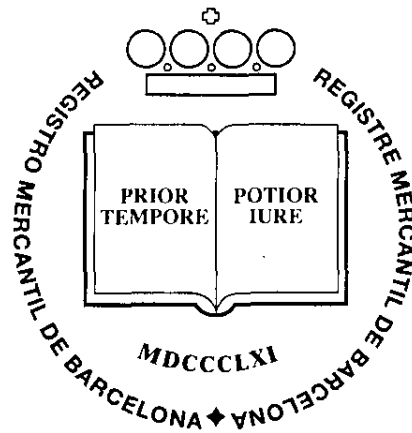
DSM SINOCHEM PHARMACEUTICALS SPAIN SA

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14 JAN 15 AM 8:24
REGISTRO MERCANTIL DE BARCELONA

REGISTRO MERCANTIL DE BARCELONA
REGISTRE MERCANTIL DE BARCELONA