

F 14000001383

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

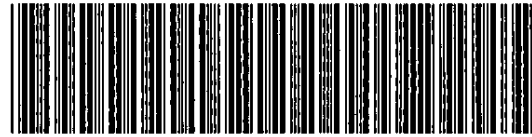
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200256753392

02/18/14--01027--002 **70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAR 24 AM 8:55

4099

W140000010947

3/28/14

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: kaleo, 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:

Ned Ruffin, VP & General Counsel

Name of Person

kaleo, Inc.

Firm/Company

111 Virginia Street, Suite 300

Address

Richmond, VA 23219

City/State and Zip code

ned.ruffin@kaleopharma.com

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

For further information concerning this matter, please call:

Ned Ruffin at (804) 545-6362

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAR 24 AM 8:55



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 20, 2014

NED RUFFIN
111 VIRGINIA STREET
SUITE 300
RICHMOND, VA 23219

SUBJECT: KALEO, INC.
Ref. Number: W14000010947

We have received your document for KALEO, INC. and your check(s) totaling \$70.00. 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.

The title(s) in the officer/director field(s) is/are not acceptable. Please refer to the following link for acceptable officer/director title information.
<http://www.sunbiz.org/titledef.html>.

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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 214A00003780

14 MAR 24 AM 8:55

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. kaleo, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

kaleo pharma, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Virginia

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

3. 26-4174212

(FEI number, if applicable)

4. 12/3/2013

(Date of incorporation)

5. Perpetual

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

6. June 2014

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

7. 111 Virginia Street, Suite 300, Richmond, VA 23219

(Principal office address)

Same As Principal Office Address

(Current mailing address)

8. Pharmaceutical Distribution

(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: 1200 South Pine Island Road

Plantation, FL

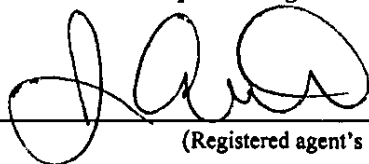
(City)

33324

(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)

Asst. Sec.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAR 26 AM 8:55

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

14 MAR 24 AM 8:55

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. Ned Ruffin

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. Ned Ruffin, VP & General Counsel

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

kaleo, Inc.		
Officers		
CONFIDENTIAL INFORMATION		
Name		Title
Spencer Williamson		President & CEO
Sharon Clarke		NAI Chief Commercial Lead
Eric Edwards		Chief Medical Officer and VP, Research & Development
Evan Edwards		VP, Product Development
Kris Ford		VP, Business Development
Ron Gunn		VP, Drug Development & Regulatory Affairs
Mark Licata		VP, Industrialization & Quality
Chuck Nicholls		VP, Global Supply Chain & Manufacturing
Ned Ruffin		VP, General Counsel
Chris Schools		CFO, Secretary

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 14 MAR 24 AM 8:55

Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That kaleo, Inc. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is December 3, 2013;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAR 24 AM 8:56



*Signed and Sealed at Richmond on this Date:
February 5, 2014*

Joel H. Peck

Joel H. Peck, Clerk of the Commission