

F14000001725

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1/14



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : I20000000195

REFERENCE : 090266 7725715

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE : April 10, 2014

ORDER TIME : 4:42 PM

ORDER NO. : 090266-010

CUSTOMER NO: 7725715

FOREIGN FILINGS

NAME: TOLMAR PHARMACEUTICALS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Gray -- EXT# 52925

EXAMINER: _____

**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. TOLMAR 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. 46-4720756

(FEI number, if applicable)

4. 01/27/2014

(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. 701 CENTRE AVENUE, FORT COLLINS, CO 80526

(Principal office address)

701 CENTRE AVENUE, FORT COLLINS, CO 80526

(Current mailing address)

8. To engage in any lawful act or activity for corporations pursuant to the laws of Delaware and Florida

(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

(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.

Corporation Service Company

By: _____

(Registered agent's signature)

Harry B. Davis
Asst. 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.

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

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A. DIRECTORS

Chairman: PATRICIO RODRIGUEZ

Address: 701 CENTRE AVENUE, FORT COLLINS CO 80526

Vice Chairman: _____

Address: _____

Director: SUSAN RODRIGUEZ

Address: 475 HALF DAY ROAD, SUITE 200, LINCOLNSHIRE, IL 60069

Director: BRIAN D. LEWANDOWSKI

Address: 701 CENTRE AVENUE, FORT COLLINS CO 80526

B. OFFICERS

President: _____

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

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. BRIAN D. LEWANDOWSKI, VICE PRESIDENT GENEAL COUNSEL

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

**Florida Department of State
Application for Foreign Corporation for Authorization to Transact Business in Florida
Addendum**

TOLMAR Pharmaceuticals, Inc.

B. Officers

- Susan Rodriguez, Chief Executive Officer, 475 Half Day Road, Suite 200, Lincolnshire, IL 60069
- Patricio Rodriguez, President and Chair of the Board, 701 Centre Avenue, Fort Collins, CO 80526
- David R. Speights, Chief Financial Officer & Secretary, 701 Centre Avenue, Fort Collins, CO 80526
- Jeff Lederman, Vice President Finance, 701 Centre Avenue, Fort Collins, CO 80526
- Sebastian Katz, Vice President Business Development, 701 Centre Avenue, Fort Collins, CO 80526
- Timothy S. Dembinski, Vice President Marketing & Sales Operations, 475 Half Day Road, Suite 200, Lincolnshire, IL 60069
- Steven Griffin, Vice President Sales, 475 Half Day Road, Suite 200, Lincolnshire, IL 60069
- Brian D. Lewandowski, Vice President General Counsel, 701 Centre Avenue, Fort Collins, CO 80526
- Terrance Fitzgerald, Corporate Counsel, 701 Centre Avenue, Fort Collins, CO 80526

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Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOLMAR 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 FIFTEENTH DAY OF APRIL, A.D. 2014.

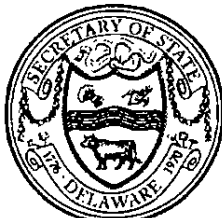
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TOLMAR PHARMACEUTICALS, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

5468675 8300

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1294479

DATE: 04-15-14