Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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To:

Division of Corporations

Fax Number : (850) 617-6380

From:

Account Name : C T CORPORATION SYSTEM

Account Number: FCA00000023 Phone : (850)222-1092 Fax Number : (850)878-5368

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

Email Address:

COR AMND/RESTATE/CORRECT OR O/D RESIGN AASTROM BIOSCIENCES, INC.

| Certificate of Status | 0 |
|-----------------------|---------|
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Electronic Filing Menu

Corporate Filing Menu

Help

1. 1

COVER LETTER

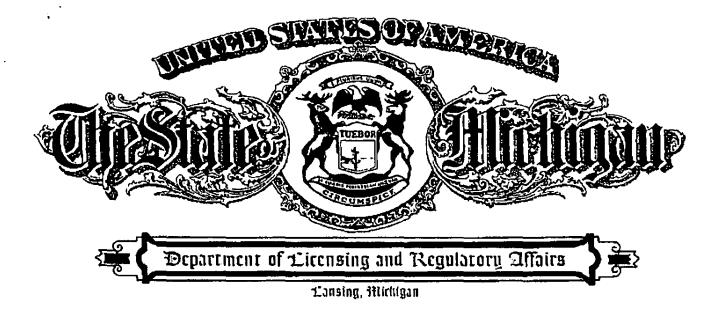
| TO: | Amendment Section Division of Corporations | |
|-------------------------|---|--|
| SUBJ | IECT: | Aastrom Biosciences, Inc. |
| | | Name of Corporation |
| DOC | UMENT NUMBER: F14000003 | 749 |
| The e | nclosed Amendment and fee are | submitted for filing. |
| Please | e return all correspondence conc | eeming this matter to the following: |
| | Gerard Michel Name of Contact Pers | son |
| | Aastrom Biosclences, Inc. Firm/Company | |
| | 64 Sidney Street Address | |
| | Cambridge, MA 02139 City/State and Zip C | Code |
| | icl@aastrom.com E-mail address: (to be used for futu | re annual report notification) |
| For fi | urther information concerning th | nis matter, please call: |
| Ge | rard Michel Name of Contact Person | at (<u>617</u>) <u>761-8438</u> Area Code & Daytime Telephone Number |
| Enclo | osed is a check for the following | amount: |
| | \$35.00 Filing Fee S43.75 Filin Certifleate | |
| Amer Divis P.O. 1 | ing Address: Indment Section Identification of Corporations Box 6327 hassee, FL 32314 | Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 |

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

| | (1 5 11 6 5 1 | DE COME DE LEO |
|--|--|--|
| | F14000003749 | |
| | (Document number | er of corporation (if known) |
| İ.,, | Aastr | om Biosciences, Inc. |
| - | (Name of corporation as it appears | on the records of the Department of State) |
| 2. Michigan | | 3. 09/04/2014 |
| | (Incorporated under laws of) | (Date authorized to do business in Florida) |
| | | CTION II THE APPLICABLE CHANGES) |
| 4. If the amendn | nent changes the name of the corporati | on, when was the change effected under the laws of |
| its jurisdiction | n of incorporation? 11/21/2014 | <u> </u> |
| 5. VERICEL COR | PORATION | |
| (Name of con appropriate a | poration after the amendment, adding abbreviation, if not contained in new n | suffix "corporation," "company," or "incorporated," or ame of the corporation) |
| (If new name i business in F | s unavailable in Florida, enter alternat lorida) | e corporate name adopted for the purpose of transacting |
| 6. If the amendn | nent changes the period of duration, in | dicate new period of duration. |
| | (No | ew duration) |
| 7. If the amendn | nent changes the jurisdiction of incorp | oration, indicate new jurisdiction. |
| | (Nev | v jurisdiction) |
| 8. Attached is a 90 days prior having custod | certificate or document of similar imports delivery of the application to the De y of corporate records in the jurisdiction | ort, evidencing the amendment, authenticated not more than partment of State, by the Secretary of State or other official on under the laws of which it is incorporated. |
| | Geral Middle | |
| (Signatur of a rece | re of a director, president or other officer - if is eiver or other court appointed fiduciary, by that | n the hands at fiduciary) |
| Gerard Michel | | Vice President |
| (Typ | ped or printed name of person signing) | (Title of person signing) |



This is to Certify That

AASTROM BIOSCIENCES, INC.

was validly incorporated as a Michigan corporation on March 24, 1989.

I FURTHER CERTIFY that a Certificate of Amendment to the Articles of Incorporation was filed on November 21, 2014, amending Article I, changing the corporate name to VERICEL CORPORATION.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this $15^{\rm th}$ day of January, 2015

Alan J. Schefke, Director Corporations, Securities & Commercial Licensing Bureau