

**Florida Department of State**  
Division of Corporations  
Electronic Filing Cover Sheet  
**H150000946913**

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H150000946913ABC2

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

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 205-8842  
Fax Number : (850) 878-5368

\*\*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

Tesaro, Inc.

Certificate of Status	0
Certified Copy	0
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Corporate Filing Menu

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FILED  
2015 APR 17 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
15 APR 17 PM 1:02  
TALLAHASSEE, FLORIDA  
4/20/15

## COVER LETTER

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

**SUBJECT:** TESARO, 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:

Edward C. English, VP

Name of Person

TESARO, INC.

Firm/Company

1000 Winter Street, Suite 3300

Address

Waltham, MA 02451

City/State and Zip code

tenglish@tesarobio.com

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

For further information concerning this matter, please call:

Edward C. English

at ( 781 ) 325-1253

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

**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. TESARO, 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. State of Delaware**

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

**3. 27-2249687**

(FEI number, if applicable)

**4. 3/26/2010**

(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 607.1301 & 607.1302, F.S., to determine penalty liability)

**7. 1000 Winter Street, Suite 3300 Waltham, MA 02451**

(Principal office address)

same

(Current mailing address)

**8. Sales of Biopharmaceutical 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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 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.*

C T Corporation System

By: Kristin Bolden

(Registered agent's signature)

Kristin Bolden  
Assistant Secretary

**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.**

2015 APR 17 PM 1:37

FILED

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

**A. DIRECTORS**

Chairman: David M. Mori

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

Vice Chairman: N/A

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

Director: Lawrence M. Alleva

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

Director: James Armitage, M.D.

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

**B. OFFICERS**

President: Mary Lynne Hedley, Ph.D.

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

Vice President: Timothy R. Pearson

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

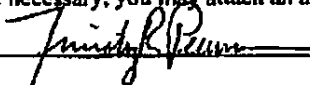
Secretary: Joseph L. Farmer

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

Treasurer: Timothy R. Pearson

Address: 1000 Winter Street, Suite 3300 Waltham, MA 02451

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. Timothy R. Pearson, Chief Financial Officer

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

4/17/2015 12:23:23 PM From: To: 8506176381( 5/7 )



TESARO, INC. | 1000 WINTER STREET, SUITE 3300 | WALTHAM, MA 02451

TESARO, INC.  
BOARD OF DIRECTORS  
APRIL 15, 2015

CORPORATE OFFICE ADDRESS —TESARO, INC.  
1000 WINTER STREET  
SUITE 3300  
WALTHAM, MA 02154

DAVID M. MOTT

LAWRENCE M. ALLEVA

JAMES ARMITAGE, M.D.

EARL M. COLLIER, JR.

MARY LYNNE HEDLEY, PH.D.

LONNIE MOULDER

ARNOLD ORONSKY, PH.D.

BETH SEIDENBERG, M.D.

4/17/2015 12:23:23 PM From: To: 8506176381( 6/7 )



TESARO, INC. | 1000 WINTER STREET, SUITE 3300 | WALTHAM, MA 02451

TESARO, INC.  
CORPORATE OFFICERS  
APRIL 15, 2015

CORPORATE OFFICE ADDRESS -TESARO, INC.  
1000 WINTER STREET  
SUITE 3300  
WALTHAM, MA 02154

MARY LYNNE HEDLEY, PH.D  
PRESIDENT & CHIEF OPERATING OFFICER

LONNIE MOULDER  
CHIEF EXECUTIVE OFFICER

TIMOTHY R. PEARSON  
VICE PRESIDENT & TREASURER

JOSEPH L. FARMER  
SENIOR VICE PRESIDENT, GENERAL COUNSEL & SECRETARY

# Delaware

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## *The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TESARO, 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 SEVENTEENTH DAY OF APRIL, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TESARO, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF MARCH, A.D. 2010.

4804681 8300

150525798

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: 2300209

DATE: 04-17-15