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SECRETARY OF STATE
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5/12/15 *em*



May 1, 2015

VIA UPS OVERNIGHT MAIL

New Filing Section
Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Attention New Filing Section:

Enclosed please find a completed Application by Foreign Corporation for Authorization to Transact Business in Florida for Wallace Pharmaceuticals Inc. Kindly process the application along with the following enclosed:

- A check for \$70.00 made payable to: "Florida Department of State."
- Attachment A: Delaware Certificate of Existence-Please note that the State of Delaware does not provide originals and will only provide an electronic copy
- Attachment B: Corporate Officer and Director Information.

Should you need further information, please feel free to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "Elena Slade".

Elena Slade
Associate Manager, Regulatory Affairs

Enclosures

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Wallace Pharmaceuticals 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:

Elena Slade
Name of Person

Wallace Pharmaceuticals Inc.
Firm/Company

265 Davidson Avenue, Suite 300
Address

Somerset, NJ 08873
City/State and Zip code

Maria.slade@meda.us
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Elena Slade at (732) 863-0015
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. Wallace Pharmaceuticals Inc.

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

N/A

(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. 90-0054980

(FEI number, if applicable)

4. 5/19/2010

(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 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 265 Davidson Avenue, Somerset, NJ 08873

(Principal office address)

Attn: Elena Slade, 265 Davidson Avenue, Suite 300, Somerset, NJ 08873

(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

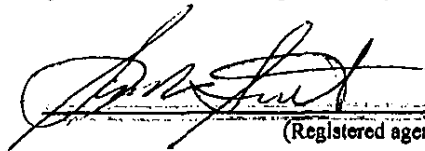
(City)

Florida 33324

(Zip code)

9. 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.



**Sandra Stewart
Assistant Secretary**

(Registered agent's signature)

10. 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. See Attachment A

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2015 MAY -5 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attachment A

Delaware Certificate of Existence

Delaware

PAGE 1

The First State

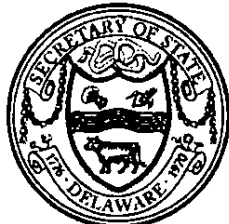
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WALLACE PHARMACEUTICALS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF APRIL, A.D. 2015.

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

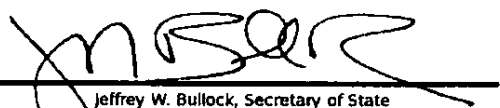
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

3410472 8300

150587069



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2334615

DATE: 04-29-15

Attachment B

Corporate Officer and Director Information

Wallace Pharmaceuticals Inc.
265 Davidson Avenue
Somerset, NJ 08873

Please note that all corporate officers and directors may be contacted at the above address.

Corporate Officers:

Jeffrey Hostler
Chief Financial Officer

David Vernieri
Senior Director, Tax, Risk Management and Treasurer

Ton van't Hullenaar
President

Matthew Holley
General Counsel

Directors:

Ton van't Hullenaar
Marten Osterlund
Jeffrey Hostler