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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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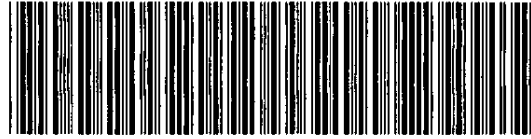
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Collegium Pharmaceutical, 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:

Paul Brannelly

Name of Person

Collegium Pharmaceutical, Inc.

Firm/Company

780 Dedham St., Suite 800

Address

Canton, MA 02021

City/State and Zip code

pbrannelly@collegiumpharma.com

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

For further information concerning this matter, please call:

Paul Brannelly

at (781) 713-3734

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. Pharmaceutical
Collegium Pharmaceutical, 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. Virginia 3. 03-0416362
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 1, 2014 5. Perpetual
(Date of incorporation) (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. 780 Dedham St., Suite 800, Canton, FL 02021
(Principal office address)
- 780 Dedham St., Suite 800, Canton, FL 02021
(Current mailing address)

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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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.

Corporation Service Company

By: Lindsey Eick - Lindsey Eick Asst VP 7/27/15
(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.

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

A. DIRECTORS See Attachment A

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See Attachment A

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.

12. Paul Brannelly _____

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.

13. Paul Brannelly, EVP, CFO _____

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

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Attachment A

Collegium Pharmaceutical, Inc.

Officers:

Michael Heffernan, President, President, CEO
41 Garrison Road, Hingham MA 02043
Paul J. Brannelly, EVP, CFO
40 Glenellen Rd, Boston, MA 02132

Directors:

Michael Heffernan
41 Garrison Road, Hingham MA 02043
Garen Bohlin
C/O 780 Dedham St., Suite 800, Canton, MA 02021
- John G. Freund, M.D.
C/O 780 Dedham St., Suite 800, Canton, MA 02021
Patrick Heron
C/O 780 Dedham St., Suite 800, Canton, MA 02021
David Hirsch, Ph.D., M.D.
C/O 780 Dedham St., Suite 800, Canton, MA 02021
Eran Nadav, Ph.D.
C/O 780 Dedham St., Suite 800, Canton, MA 02021
Gino Santini
C/O 780 Dedham St., Suite 800, Canton, MA 02021

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TALLAHASSEE, FLORIDA

Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

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

That the date of its incorporation is July 1, 2014;

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.



Signed and Sealed at Richmond on this Date:
July 8, 2015

Joel H. Peck
Joel H. Peck, Clerk of the Commission