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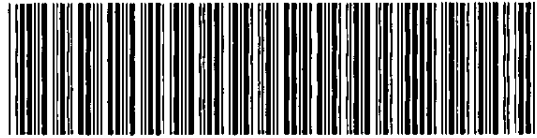
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TALLAHASSEE, FLORIDA

MAR 03 2016

J. BRUCE

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 041007 7998657

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : March 2, 2016

ORDER TIME : 2:29 PM

ORDER NO. : 041007-005

CUSTOMER NO: 7998657

FOREIGN FILINGS

NAME: PUMA BIOTECHNOLOGY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Puma Biotechnology, 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:
Steven Lo

Name of Person

Puma Biotechnology, Inc.

Firm/Company

10880 Wilshire Blvd #2150

Address

Los Angeles, CA 90024

City/State and Zip code

plic@pumabiotechnology.com

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

For further information concerning this matter, please call:

Steven Lo

424

248-6500

at ()

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration 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

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TALLAHASSEE, FLORIDA

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**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.*

Puma Biotechnology, Inc.

1. _____
(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)

Delaware

2. _____ 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 27, 2007 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

10880 Wilshire Blvd #2150 Los Angeles, CA 90024

7. _____
(Principal office address)

(Current mailing address, if different)

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

Name: Corporation Service Company

Office Address: 1201 Flays Street

Tallahassee, Florida 32301
(City) (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.

Corporation Service Company

By: M. Zender
(Registered agent's signature)

Melissa Zender
Asst. Vice President

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.

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

A. DIRECTORS

Chairman: See attach list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attach list

Address: _____

Vice President: _____

Address: _____

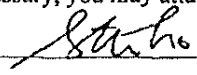
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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. Steven Lo

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

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ATTACHMENT TO:

**STATE OF FLORIDA
FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS**

The following additional information shall be incorporated by reference into Puma Biotechnology, Inc.'s application:

Question 11A –DIRECTORS

Title	Name	Complete Mailing Address
Chairman of the Board	Alan H. Auerbach	10880 Wilshire Blvd #2150 Los Angeles, CA 90024
Board of Director	Jay M. Moyes	10880 Wilshire Blvd #2150 Los Angeles, CA 90024
Board of Director	Adrian M. Senderowicz M.D.	10880 Wilshire Blvd #2150 Los Angeles, CA 90024
Board of Director	Troy E. Wilson Ph.D., J.D.	10880 Wilshire Blvd #2150 Los Angeles, CA 90024
Board of Director	Frank E. Zavrl	10880 Wilshire Blvd #2150 Los Angeles, CA 90024

Question 11B – OFFICERS

Title	Name	Complete Mailing Address
Chief Executive Officer and President	Alan H. Auerbach	10880 Wilshire Blvd #2150 Los Angeles, CA 90024
Chief Commercial Officer	Steven Lo	701 Gateway Blvd #275 South San Francisco, CA 94080
Senior Vice President, Finance and Administration Treasurer	Charles R. Eyler Jr.	10880 Wilshire Blvd #2150 Los Angeles, CA 90024
Senior Vice President, Clinical Research & Development	Dr. Richard P. Bryce	10880 Wilshire Blvd #2150 Los Angeles, CA 90024

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The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PUMA BIOTECHNOLOGY, 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 SECOND DAY OF MARCH, A.D. 2016.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PUMA BIOTECHNOLOGY, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2007.

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



4342163 8300

SR# 20161440166

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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 201917759

Date: 03-02-16