

3/24/2016 11:13:29 AM From: To: 8506176383(1/6)

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850) 617-6383

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.

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**FOREIGN PROFIT/NONPROFIT CORPORATION
CHIASMA, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 MAR 24 AM 9:18

2016 MAR 24 AM 11:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 25 2016

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Chiasma, 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:

Tara McCarthy

Name of Person	FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA 16 MAR 24 AM 9:18
Chiasma, Inc.	
Firm/Company	
275 Wyman Street, Suite 250	
Address	
Waltham, MA 02451	
City/State and Zip code	
tara.mccarthy@chiasmapharma.com	
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

Tara McCarthy	617	928-5310
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

**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. Chiasma, 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. Delaware 3. 76-0722250
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/12/2001 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)
6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 270 Wyman Street, Suite 250, Waltham, MA 02451
(Principal office address)
- (Current mailing address, if different)
8. 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, Florida 33324
(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.

 **Alfred Younan**
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.

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

A. DIRECTORS

Chairman: Dave Stack

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

Vice Chairman: Mark Leuchtenberger

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

Director: Todd Foley

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

Director: Ansbert Gadick, MD

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

B. OFFICERS

President: Mark Leuchtenberger

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

Vice President:

Address:


Secretary: Tara McCarthy

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

Treasurer: Mark J. Fitzpatrick (CFO)

Address: 275 Wyman Street, Suite 250, Waltham, MA 02451

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. Tara McCarthy, Secretary

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

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Chiasma, Inc.

Directors

<u>Name</u>	<u>Address</u>
Dave Stack – Chairman	275 Wyman Street, Suite 250, Waltham, MA 02451
Mark Leuchtenberger – Vice Chairman	275 Wyman Street, Suite 250, Waltham, MA 02451
Todd Foley	275 Wyman Street, Suite 250, Waltham, MA 02451
Ansbert Gadicke, MD	275 Wyman Street, Suite 250, Waltham, MA 02451
Bard Geesaman, MD, PHD	275 Wyman Street, Suite 250, Waltham, MA 02451
Scott Minick	275 Wyman Street, Suite 250, Waltham, MA 02451
John A. Scarlett, MD	275 Wyman Street, Suite 250, Waltham, MA 02451
John F. Thero	275 Wyman Street, Suite 250, Waltham, MA 02451
James R. Tobin	275 Wyman Street, Suite 250, Waltham, MA 02451

Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Mark Leuchtenberger	President and Chief Executive Officer	275 Wyman Street, Suite 250, Waltham, MA 02451
Roni Mamluk, PHD	Chief Development Officer	275 Wyman Street, Suite 250, Waltham, MA 02451
Mark Fitzpatrick	Chief Financial Officer	275 Wyman Street, Suite 250, Waltham, MA 02451
Anand Varadan	Chief Commercial Officer	275 Wyman Street, Suite 250, Waltham, MA 02451
Gary Patou, MD	Head of Clinical	275 Wyman Street, Suite 250, Waltham, MA 02451
Tara McCarthy	Secretary and General Counsel	275 Wyman Street, Suite 250, Waltham, MA 02451
Colleen Wilson	VP, Human Resources	275 Wyman Street, Suite 250, Waltham, MA 02451

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Delaware

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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHIASMA, 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-THIRD 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 FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SR# 20161836840

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

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

Authentication: 202033704

Date: 03-23-16