

FK0000002719

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

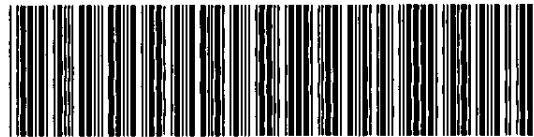
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DEPARTMENT OF
16 JUN 16 PM 2:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2016 JUN 16 A 8:48

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JUN 17 2015
J. BRUCE

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

ACCOUNT NO. : I20000000195
REFERENCE : 182498 4304847
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 70.00

ORDER DATE : June 16, 2016
ORDER TIME : 12:52 PM
ORDER NO. : 182498-005
CUSTOMER NO: 4304847

FOREIGN FILINGS

NAME: ASSEMBLY BIOSCIENCES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

SECRETARY
TALLAHASSEE
OFFICE

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COVER LETTER

TO: Registration Section
Division of Corporations
Assembly Biosciences, Inc.

SUBJECT: _____
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:
Elizabeth H. Lacy, General Counsel, Vice President of Legal Operations and Corporate Secretary

Assembly Biosciences, Inc.	Name of Person
11711 N. Meridian Street, Suite 310	Firm/Company
Carmel, IN 46032	Address
elizabeth@assemblybio.com	City/State and Zip code
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

Elizabeth H. Lacy	317	975-2699
_____	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:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

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2016 JUN 16 A 8:48
TALLAHASSEE, FLORIDA

**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.*

Assembly Biosciences, 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.

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

October 7, 2005

4.

(Date of incorporation)

June 1, 2016

3.

20-8729264

(FEI number, if applicable)

Perpetual

5.

(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)

11711 N. Meridian Street, Suite 310, Carmel, IN 46032

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 Hays Street

Tallahassee

(City)

, Florida 32301

(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.



(Registered agent's signature) Danielle Ellenberger Asst VP

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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2016 JUN 16 A 8:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

A. DIRECTORS

William Ringo

Chairman: _____

11711 N. Meridian Street, Suite 310, Carmel, IN 46032

Address: _____

Vice Chairman: _____

Address: _____

Derek Small

Director: _____

11711 N. Meridian Street, Suite 310, Carmel, IN 46032

Address: _____

[See Attached Addendum]

Director: _____

Address: _____

B. OFFICERS

Derek Small

President: _____

11711 N. Meridian Street, Suite 310, Carmel, IN 46032

Address: _____

CFO and COO: David J. Barrett

Address: _____

101 Sixth Avenue, Ninth Floor, New York, NY 10013

Elizabeth H. Lacy

Secretary: _____

11711 N. Meridian Street, Indianapolis, IN 46032

Address: _____

David J. Barrett

Treasurer: _____

101 Sixth Avenue, Ninth Floor, New York, NY 10013

Address: _____

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

12. _____

Elizabeth H. Lacy
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.

General Counsel, Vice President of Legal Operations and Corporate Secretary

13. _____

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

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2015 JUN 16 A 3:49
TALAMON

Assembly Biosciences, Inc.

Addendum to Application by Foreign Corporation for Authorization to Transact Business in Florida

Section 11 A. – Directors (continuation sheet)	
Name	Address (number and street, city, and state and zip code)
Alan J. Lewis, PhD	409 Illinois Street, San Francisco, CA 94158
Mark Auerbach	101 Sixth Avenue, 9 th Floor, NY, NY 10013
Anthony E. Altig	409 Illinois Street, San Francisco, CA 94158
Myron Z. Holubiak	101 Sixth Avenue, 9th Floor, NY, NY 10013
Richard DiMarchi, PhD	11711 N. Meridian Street, Suite 310, Carmel, IN 46032

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASSEMBLY BIOSCIENCES, 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 EIGHTEENTH DAY OF MAY, 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 "ASSEMBLY BIOSCIENCES, INC." WAS INCORPORATED ON THE SEVENTH DAY OF OCTOBER, A.D. 2005.

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



4042462 8300

SR# 20163373381

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: 202340702

Date: 05-18-16