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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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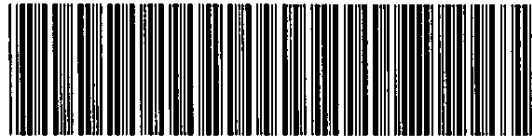
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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16 NOV 21 AM 10:23
TALLAHASSEE, FLORIDA

T WASHINGTON

NOV 23 2016



November 18, 2016

VIA FEDERAL EXPRESS

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


Dear Sir or Madam:

Enclosed please find a completed Application by Foreign Corporation for Authorization to Transact Business in Florida for Adamas 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 Good Standing.
- Attachment B: Corporate Officer and Director Information.

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

Very truly yours,


Jennifer J. Rhodes
General Counsel
Adamas Pharmaceuticals, Inc.

Enclosures

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Adamas 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:

Melissa M. Masterson

Name of Person

Adamas Pharmaceuticals, Inc.

Firm/Company

1900 Powell Street, Suite 750

Address

Emeryville, CA 94608

City/State and Zip code

mmasterson@adamaspharma.com

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

For further information concerning this matter, please call:

Melissa M. Masterson

Name of Person

at (510) 450-3591

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. Adamas 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. 42-1560076

(FEI number, if applicable)

4. 11/15/2000

(Date of incorporation)

5. Perpetual

(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. 1900 Powell Street, Suite 750, Emeryville, CA 94608

(Principal office address)

Same as above.

(Current mailing address, if different)

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

Name: The Prentice Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee

(City)

Florida 32301

(Zip code)

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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.



SHEILA HELEIN 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

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

A. DIRECTORS

Chairman: See Attachment B

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attachment B

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. Jennifer J. Rhodes, General Counsel

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

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CLERK OF THE
SOUTH CAROLINA
LEGISLATURE

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "ADAMAS 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 SEVENTH DAY OF NOVEMBER, A.D. 2016.

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SECRETARY OF STATE
DELAWARE



3305590 8300

SR# 20166528229

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


Jeffrey W. Bullock, Secretary of State

Authentication: 203295765

Date: 11-07-16

Attachment A

Delaware Certificate of Good Standing

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U.S. DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

Attachment B

Corporate Officer and Director Information

Adamas Pharmaceuticals, Inc.
1900 Powell Street, Suite 750
Emeryville, CA 94608

Corporate Officers:

Gregory T. Went

Chief Executive Officer & Chairman

Jennifer J. Rhodes

General Counsel, Compliance Officer, Corporate Secretary

William J. Dawson

Chief Financial Officer

Natalie McClure, Ph.D.

Senior Vice President, Product Development

Rajiv Patni, M.D.

Chief Medical Officer

Directors:

Gregory T. Went – Chairman

David L. Mahoney

~~Richard H. Booth~~

Martha J. Demski

William Ericson, J.D.

Ivan Lieberburg, M.D., Ph.D.

John MacPhee, M.P.H.

Michael F. Bigham

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U.S. DISTRICT COURT
NORTH DISTRICT OF CALIFORNIA

***Please note that the corporate officers and directors listed may be reached at the address provided above.**