

F9500002635

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

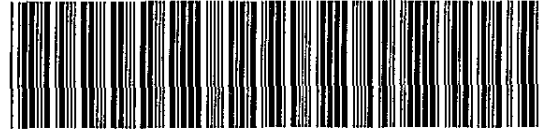
(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only

Rhonda Padgett
AUTHORIZATION BY PHONE TO
CORRECT *date of chg*
DATE _____
DOC. EX.# _____



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12/21/04--01044--007 **43.75

FILED
04 DEC 21 PM 2:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

PS 1/4/05
40



Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

17 December 2004
Ref.: Name

**Re: Profit Corporation Application by Foreign Profit Corporation to File
Amendment to Application for Authorization to Transact Business in
Florida**

Dear Sir/Madam

Enclosed please find an original and two copies of the above-referenced Application along with a Transmittal Letter, Certificate of Amendment and the appropriate filing fee of \$43.75. Please return a filed stamped copy to our office once the filing has been completed.

If you have any comments or questions, please do not hesitate to contact me at (609) 919-7957.

Rhonda Fox Cochrane
Senior Legal Administrator

Novo Nordisk Inc.
Legal Affairs

100 College Road West
Princeton, NJ, 08540
USA

Telephone:
609-987-5800
Direct dial:
609-919-7957

E-mail:
rhfc@novonordisk.com
Internet:
<http://www.novonordisk-us.com/>

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: NOVO NORDISK PHARMACEUTICALS, INC.
(Name of corporation)

DOCUMENT NUMBER: F95000002635

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rikke L. Pedersen, Esquire
(Name of person)

Novo Nordisk Inc.
(Name of firm/company)

100 College Road, West
(Address)

Princeton, New Jersey 08540
(City/state and zip code)

For further information concerning this matter, please call:

Rikke L. Pedersen, Esquire at (609) 987-5393
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|--|---|
| <input type="checkbox"/> \$35.00 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|---|--|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F95000002635
(Document number of corporation (if known))

FILED
04 DEC 21 PM 2:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. NOVO NORDISK PHARMACEUTICALS, INC.
(Name of corporation as it appears on the records of the Department of State)
2. DELAWARE 3. May 31, 1995
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? NOVEMBER 4, 2004
5. NOVO NORDISK INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

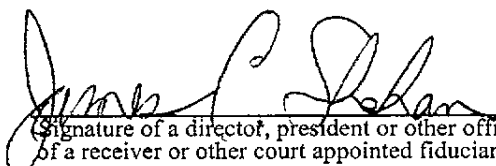
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A
(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

James C. Shehan
(Typed or printed name of person signing)

(Date)

Secretary
(Title of person signing)

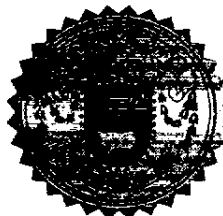
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NOVO NORDISK PHARMACEUTICALS, INC.", CHANGING ITS NAME FROM "NOVO NORDISK PHARMACEUTICALS, INC." TO "NOVO NORDISK INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF NOVEMBER, A.D. 2004, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



0932646 8100

040795666

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3454818

DATE: 11-04-04

11/04/2004

12:00

302-658-2951 → D

D

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NO.830 DC

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:00 AM 11/04/2004
FILED 11:00 AM 11/04/2004
SRV 040795666 - 0932646 FILE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
NOVO NORDISK PHARMACEUTICALS, INC.

Novo Nordisk Pharmaceuticals, Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Company"), does hereby certify that:

1. The Certificate of Incorporation of the Company is hereby amended by deleting Article 1 thereof and inserting the following in lieu thereof:
"1. The name of the Corporation is Novo Nordisk Inc."
2. The foregoing amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this Certificate to be executed by its duly authorized officer on this 28th day of October, 2004.

NOVO NORDISK PHARMACEUTICALS, INC.

By: James C. Sheehan
Name: James C. Sheehan
Office: President & Secretary