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ACCOUNT NO. : 07210000032

REFERENCE : 062954 5018604

AUTHORIZATION

Patricia T. Pyatt

COST LIMIT : \$ 70.00

ORDER DATE : August 22, 1996

ORDER TIME : 9:37 AM

ORDER NO. : 062954

CUSTOMER NO: 5018604

800001931808

CUSTOMER: Alicia Frascione, Legal Asst
Eisai Corporation Of North
Glen Pointe Centre East
300 Frank W. Burr Boulevard
Teaneck, NJ 07666

FOREIGN FILINGS

NAME: EISAI 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: Karen B. Rozar

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG 24 PM 12:55

FILED

8/26

DIVISION OF CORPORATION

96 AUG 26 AM 11:50

RECEIVED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:*

1. EISAI INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 22-336-4205
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. APRIL 3, 1995 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION TO DO BUSINESS
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 300 FRANK W. BURR BLVD.
TEANECK, NJ 07666
(Current mailing address)

8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATION MAY BE
ORGANIZED UNDER THE GENERAL CORPORATION LAW OF DELAWARE.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip Code)

10. 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: Maureen W. Culleen
(Registered agent's signature)

Maureen W. Culleen, Asst Vice President

11. 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.

FILED
JUN 26 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: SOICHI MATSUNO

Address: 300 FRANK W. BURR BLVD.

TEANECK, NJ 07666

Director: _____

Address: _____

B. OFFICERS

President: SOICHI MATSUNO

Address: 300 FRANK W. BURR BLVD.

TEANECK, NJ 07666

Vice President: _____

Address: _____

Secretary: HIDEO DAN

Address: 300 FRANK W. BURR BLVD.

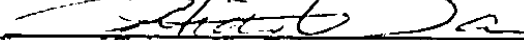
TEANECK, NJ 07666

Treasurer: TSUGUO HASHIMOTO

Address: 300 FRANK W. BURR BLVD.

TEANECK, NJ 07666

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Hideo Dan as Secretary
(Typed or printed name and capacity of person signing application)

FILED
96 AUG 26 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EISAI 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 AUGUST, A.D. 1996.

FILED
96 AUG 26 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2487221 8300

960246510

AUTHENTICATION:

8079094

DATE:

08-23-96