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Division of Corporations

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Florida Department of State

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Schering-Plough K One Corporation**

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**ARTICLES OF INCORPORATION  
OF  
SCHERING-PLOUGH K ONE CORPORATION**

Pursuant to Section 607.0201 of the Florida Business Corporation Act, the undersigned incorporator hereby files the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the Corporation is Schering-Plough K One Corporation (the "Corporation").

**ARTICLE II**

**Principal Place of Business and Mailing Address**

The Corporation's principal place of business is 2000 Galloping Hill Road, Kenilworth, New Jersey 07033, and its mailing address is 2000 Galloping Hill Road, Mail Stop K-1-4525, Kenilworth, New Jersey 07033.

**ARTICLE III**

**Purpose**

The purpose for which the Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the State of Florida.

**ARTICLE IV**

**Shares**

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock, having a par value of one dollar (\$1.00) per share.

**ARTICLE V**

**Initial Directors**

The initial directors of the Corporation shall be:

E. Kevin Moore  
William Creelman  
Steven Kochler

The address of each of such directors is 2000 Galloping Hill Road, Kenilworth, New Jersey 07033.

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**ARTICLE VI**  
**Initial Registered Agent and Office**

The street address of the Corporation's initial registered address is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of its initial registered agent at that address is CT Corporation System.

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Susan Ellen Wolf	2000 Galloping Hill Road Kenilworth, New Jersey 07033

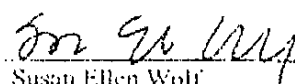
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Dated this the 3rd day of August 2006.

  
By: Susan Ellen Wolf  
Title: Incorporator

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### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this the 3rd day of August 2006.

### CT CORPORATION SYSTEM

By: Barbara A. Burke

Barbara A. Burke  
Special Assistant Secretary

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