



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
2008 OCT 20 P 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 3, 2008

CLAUDIA MELLEN
1196 BORREGAS AVE., SUITE 200
SUNNYVALE, CA 94089

SUBJECT: PATHWORK DIAGNOSTICS, INC.
Ref. Number: W08000045756

We have received your document for PATHWORK DIAGNOSTICS, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Regulatory Specialist II
New Filing Section

Letter Number: 208A00052536

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Pathwork Diagnostics, 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," 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:

Claudia Mellen
(Name of Person)

Pathwork Diagnostics, Inc.
(Firm/Company)

1196 Borregas Ave., Suite 200
(Address)

Sunnyvale, CA 94089
(City/State and Zip code)

For further information concerning this matter, please call:

Claudia Mellen at (408) 400-0828 x 104
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing 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. Pathwork Diagnostics, Inc.

(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)

2. Delaware

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

3. 46-0486852

(FEI number, if applicable)

4. 5/13/02 (as Predicant Biosciences)

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. NA

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

(Principal office address)

1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

(Current mailing address)

8. Receipt and analysis of patient specimens from Florida by CLIA laboratory.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CORPDIRECT AGENTS, INC.

Office Address: 515 East Park Avenue

Tallahassee

(City)

Florida

32314

(Zip code)

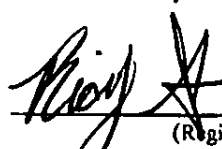
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10. Registered agent's acceptance:

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.

 Ricky Soto,
Asst. Secretary
(Registered agent's signature)

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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Richard Bastiani
Address: 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

Vice Chairman: Director: James B. Tananbaum
Address: 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

Director: Richard D. Klausner
Address: 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

Director: Grag B. Lahann
Address: 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

Director: Kenneth Harold Haas, 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

B. OFFICERS

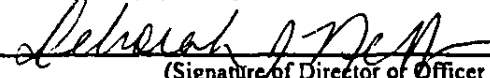
President: Deborah J. Neff (President & CEO)
Address: 1196 Borregas Ave., Suite 200, Sunnyvale, CA 94089

Vice President: _____
Address: _____

Secretary: Anthony McCusker (Gunderson, Dettmer Stough)
Address: 155 Constitution Drive, Menlo Park, CA 94025

Treasurer: _____
Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Deborah J. Neff, President and CEO
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PATHWORK DIAGNOSTICS, 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 FOURTH DAY OF SEPTEMBER, A.D. 2008.

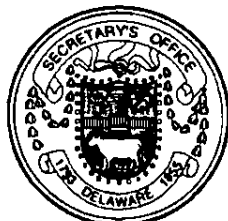
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PATHWORK DIAGNOSTICS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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WALLAHASSE, FLORIDA

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6830662

DATE: 09-04-08