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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers MAY 28 2009  
602-503  
609-14726  
524  
2552

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Rosetta Genomics  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Rosetta Genomics  
Name (Printed or typed)

3711 Market Street, Suite 740  
Address

Philadelphia, PA 19104  
City, State & Zip

215-382-9000  
Daytime Telephone number

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TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.

**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. Rosetta Genomics 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. State of Delaware, USA 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April, 21, 2005 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "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. 3711 Market Street, Suite 740, Philadelphia, PA 19104  
(Principal office address)

Same as above  
(Current mailing address)

8. To perform cancer related testing on specimens received from residents of the state of Florida  
(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) (N/A)  
Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Suite 4  
Weston, Florida 33331  
(City) (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.

NRAI Services, Inc.

By: Matt Thompson

(Registered agent's signature)

**Matt Thompson, Assistant Secretary**

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

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: M. Yavar Chelouche

Address: 10 Plant Street

Rehovot, Israel 76706

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

~~President:~~ <sup>CEO</sup> Amir Avniel

Address: 110 W 90th Street, HF

New York, NY 10024

~~Vice President:~~ <sup>Chief Commercialization officer</sup> Ronen Tarnir

Address: 56 A Demolt Street

Tenafly, NJ 07670

~~Secretary:~~ <sup>Chief Scientific officer</sup> Dalia Cohen, Ph.D

Address: 170 Mt. Vernon Street

Winchester, MA 01890

~~Treasurer:~~ <sup>Executive VP</sup> Masood Haider, Ph.D

Address: 9 Halkansay Drive

Princeton, NJ 08530

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

13. Masood Haider

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

14. Executive Vice President, Laboratory Technical operations

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

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TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "ROSETTA GENOMICS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FIRST DAY OF APRIL, A.D. 2005, AT 5:25 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "ROSETTA GENOMICS INC.".

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORT HAS BEEN FILED TO DATE.

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TALLAHASSEE, FLORIDA


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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7230088

DATE: 04-06-09