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Page 1 of 1

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

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TALLAHASSEE FLORIDA
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Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
Topica Pharmaceuticals, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE FLORIDA
13 DEC -4 PM 4:54
RECEIVED

Addendum to Application by Foreign Corporation for Authorization to Transact Business in Florida

12 A Directors

Director: G. Kirk Raab

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

Director: David E. Cohen, MD

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

Director: Greg Vontz

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

12 B Officers

Vice President: Catherine DePorcieri Morton

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

Vice President: Amir Tavakkol

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

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TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Russell Hirsch, MD

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

Director: Charles Honey, MD

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

B. OFFICERS

President: Greg Vontz

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

Vice President: Norifumi Nakamura

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

Secretary: _____

Address: _____

Treasurer: Joe Golemmo

Address: 4300 El Camino Real, Suite 101, Los Altos, CA 94022

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

13.  _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Joe Golemmo, CFO

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

19 DEC -4 PM 12:59
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TALLAHASSEE FLORIDA

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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. **TOPICA PHARMACEUTICALS, 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 3. 61-1622946
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09-10-2010 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2/7/2013
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4300 El Camino Real, Suite 101, Los Altos, CA 94022
(Principal office address)

Same as above
(Current mailing address)

8. Payroll
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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TALLAHASSEE FLORIDA

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.

By:  **Sierra Burris**
Vice President & Assistant 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.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TOPICA PHARMACEUTICALS, 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," or "Certificate of Good Standing" 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:

<hr/>	
Name of Person	
CT Corporation	
<hr/>	
Firm/Company	
1200 South Pine Island Road	
<hr/>	
Address	
Plantation, Florida 33324	
<hr/>	
City/State and Zip code	
CT-statecommunications@waltersklawer.com	
<hr/>	
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

<u>Angela Lamaruggine</u>	at (<u>855</u>)	<u>316-8944</u>
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

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOPICA PHARMACEUTICALS, 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-SIXTH DAY OF NOVEMBER, A.D. 2013.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0929097

DATE: 11-26-13