



P25895

ACCOUNT NO. : 072100000032

REFERENCE : 325512 4727156

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 9, 1997

ORDER TIME : 9:28 AM

ORDER NO. : 325512-015

CUSTOMER NO: 4727156

CUSTOMER: Ms. Lyniel Dao  
Genentech Inc  
460 Point San Bruno Boulevard

South San Franc, CA 94080-4990

000002140270--6  
-04/11/97--01035--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

CHANGE OF AGENT

NAME: GENENTECH, INC.

97 APR 11 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

RECEIVED  
97 APR 11 AM 10:43  
DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY

CONTACT PERSON: Warren Whittaker

4/11  
John  
R.A.  
Change

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of DELAWARE submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

FILED  
97 APR 11 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1a. The name of the corporation is: \_\_\_\_\_  
GENENTECH, INC.

1b. Date of incorporation: 12-23-86 Document number \_\_\_\_\_

2. The name and address of the current registered agent and office:  
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Cynthia Ladd  
SIGNATURE  
11/8/97  
DATE

CYNTHIA LADD  
VICE PRESIDENT  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY  
DEBORAH D. SKIPPER  
SIGNATURE By: Deborah D. Skipper  
ASST VICE PRESIDENT  
DATE 4/11/97