


FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

APPROVED AND FILED *Pg. 1 of 3*

97 APR 17 PM 2:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # *P25895*
1. Corporation Name
GENENTECH, INC.

Principal Place of Business Mailing Address

2. Principal Place of Business 2a. Mailing Address

21 **460 PT. SAN BRUNO BLVD.** 26 **460 PT. SAN BRUNO BLVD.**

22 Suite, Apt. #, etc. 27 Suite, Apt. #, etc.

23 City & State 28 City & State

S. SAN FRANCISCO, CA **S. SAN FRANCISCO, CA**

24 Zip 25 Country 29 Zip 30 Country

94080-4990 **USA** **94080-4990** **USA**

3. Date Incorporated or Qualified **9/5/89** 3a. Date of Last Report **4/2/96**

4. FEI Number **94-2347624** Applied For Not Applicable

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83 **100002145531--4**

84 City **FL** 85 Zip Code

10. Name and Address of New Registered Agent

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE *Karen B. Rozar* **Karen B. Rozar, As Its Agent** DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		1.2 NAME	P/D
STREET ADDRESS		1.3 STREET ADDRESS	ARTHUR D. LEVINSON, PH.D.
CITY-ST-ZIP		1.4 CITY-ST-ZIP	460 PT. SAN BRUNO BLVD.
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		2.2 NAME	VP
STREET ADDRESS		2.3 STREET ADDRESS	CYNTHIA LADD
CITY-ST-ZIP		2.4 CITY-ST-ZIP	460 PT. SAN BRUNO BLVD.
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	T
STREET ADDRESS		3.3 STREET ADDRESS	DAN SPIEGELMAN
CITY-ST-ZIP		3.4 CITY-ST-ZIP	460 PT. SAN BRUNO BLVD.
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	S
STREET ADDRESS		4.3 STREET ADDRESS	STEPHEN G. JUELSGAARD
CITY-ST-ZIP		4.4 CITY-ST-ZIP	460 PT. SAN BRUNO BLVD.
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		5.2 NAME	(SEE ATTACHED)
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

Arthur D. Levinson Change Addition

ARTHUR D. LEVINSON, PH.D.

460 PT. SAN BRUNO BLVD.

S. SAN FRANCISCO, CA 94080-4990

Cynthia Ladd Change Addition

CYNTHIA LADD

460 PT. SAN BRUNO BLVD.

S. SAN FRANCISCO, CA 94080-4990

Stephen G. Juelsgaard Change Addition

STEPHEN G. JUELSGAARD

460 PT. SAN BRUNO BLVD.

S. SAN FRANCISCO, CA 94080-4990

Arthur D. Levinson Change Addition

(SEE ATTACHED)

Arthur D. Levinson Change Addition

4/17/97

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information included on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Cynthia Ladd* **CYNTHIA LADD, VP, CORPORATE LAW** *4/11/97* **415-225-1629**

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

pg. 2 of 3

Genentech, Inc.
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**LIST OF CORPORATE OFFICERS
FEDERAL ID NO. 94-2347624**

NAME	TITLE	DATE TAKING OFFICE
William R. Arathoon	Vice President, Process Sciences	April 1996
Gregory P. Baird	Vice President, Corporate Communications	February 1992
Joffre B. Baker, Ph.D.	Vice President, Research Discovery	March 1997
David W. Beier	Vice President, Government Affairs	March 1989
Robert L. Garnick, Ph.D.	Vice President, Quality	April 1994
Marty Glick	Vice President, Finance - Tax & Treasury	July 1991
Bradford S. Goodwin	Vice President, Finance & Controller	July 1993
Susan D. Hellman, M.D.	Vice President, Medical Affairs & Chief Medical Officer	March 1996
Dennis Henner	Vice President, Research	July 1994
Paul F. Hohenschuh	Vice President, Manufacturing	September 1989
Paula Jardieu, Ph.D.	Vice President, Pharmacological Sciences	March 1997
Edmon R. Jennings	Vice President, Corporate Development	January 1996
Stephen G. Juelsgaard	Vice President, General Counsel & Secretary	September 1994
Cynthia J. Ladd	Vice President, Corporate Law	February 1996
Louis J. Lavigne, Jr.	Senior Vice President and Chief Financial Officer	September 1994
Arthur D. Levinson, Ph.D.	President and CEO	July 1995
Ted W. Love	Vice President, Product Development	March 1996
M. David MacFarlane, Ph.D.	Vice President, Regulatory Affairs	August 1989
Polly Moore	Vice President, Information Resources	April 1994
James P. Panek	Vice President, Engineering & Facilities	July 1993
Kim Popovits	Vice President, Sales	November 1994
David C. Roche	Senior Vice President, Sales and Marketing	July 1996
Nicholas J. Simon III	Vice President, Business and Corporate Development	December 1994
Dan Spiegelman	Treasurer	December 1996
David Stump	Vice President, Clinical Research & Genentech Fellow	July 1995
William D. Young	Executive Vice President	January 1996

All of the above officers can be reached at:
460 Point San Bruno Boulevard
South San Francisco, CA 94080-4990
(415) 225-1000

p. 3 of 3

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**LIST OF DIRECTORS
FEDERAL ID NO. 94-2347624**

Name	Title	Date Taking Office
Herbert W. Boyer, Ph.D. 520 Summit Avenue Mill Valley, CA 94941	Retired Professor of Biochemistry, U.C.S.F.	April, 1976
Jurgen Drews, M.D. Hoffmann-La Roche, Inc. 340 Kingsland Street Nutley, NJ 07110-1199	President of International Research and Development, Roche Group	September, 1990
Franz B. Humer F. Hoffmann-La Roche, Ltd. Schaffhauserrheinseg 125 Ch 4002 Basel, Switzerland	Head of Pharmaceutical Division Member of Executive Division	June, 1995
Arthur D. Levinson 500 Remillard Drive Hillsborough, CA 94010	President and CEO	July, 1995
Linda Fayne Levinson 710 22nd Street Santa Monica, CA 90402	President, Fayne Levinson Associates, Inc.	September, 1992
J. Richard Munro Time-Warner, Inc. Time & Life Building Rockefeller Center New York, NY 10010	Chairman of the Executive Committee of the Board, Time-Warner, Inc.; Chairman of the Board, Genentech, Inc.	February, 1988 December, 1996
Donald L. Murfin 7466 Sherwood Drive Mentor, OH 44060	General Partner, Chemicals Materials Enterprise Associates, L.P.	April, 1980
John T. Potts, Jr., M.D. 129 Chestnut Street West Newton, MA 03165	Physician-in-Chief Massachusetts General Hospital	October, 1982
C. Thomas Smith, Jr. 199 Rimmon Road Woodbridge, CT 06525	President and CEO, Voluntary Hospitals of America	July, 1986
David S. Tappan, Jr. 47-260 West Eldorado Drive Indian Wells, CA 92660	Director, Fluor Corporation Irvine, CA	May, 1981



ACCOUNT NO. : 072100000032

REFERENCE : 331778 4727156

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 165.00

ORDER DATE : April 15, 1997

ORDER TIME : 11:07 AM

ORDER NO. : 331778

CUSTOMER NO: 4727156

CUSTOMER: Ms. Lyniel Dao
Genentech Inc
460 Point San Bruno Boulevard
South San Franc, CA 94080-4990

CHANGE OF AGENT

NAME: GENENTECH, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

RECEIVED
97 APR 17 PM 12:44
DIVISION OF CORPORATION

A. Alan
4/17/97