

# STATEMENT AND DESIGNATION BY FOREIGN CORPORATION

**FILED**  
in the office of the Secretary of State  
of the State of California  
**JUL 31 2007**

Genentech USA, Inc.

(Name of Corporation)

, a corporation organized and existing under the  
laws of Delaware ☒, makes the following statements and designation:  
(State or Place of Incorporation)

1. The address of its principal executive office is \_\_\_\_\_  
Building 25, 1 DNA Way, South San Francisco, CA, 94080 ☒
2. The address of its principal office in the State of California is \_\_\_\_\_  
Building 25, 1 DNA Way, South San Francisco, CA, 94080

## DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA

(Complete either Item 3 or Item 4.)

3. (Use this paragraph if the process agent is a natural person.)

\_\_\_\_\_, a natural person residing in the State of  
California, whose complete address is \_\_\_\_\_

\_\_\_\_\_ is designated as agent upon whom process directed to  
this corporation may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process agent is a corporation.)

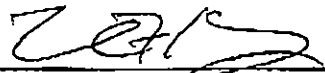
Corporation Service Company which will do business in California as  
CSC-Lawyers Incorporation Service

☒, a corporation organized and existing

under the laws of Delaware, is designated as agent upon whom process directed  
to this corporation may be served within the State of California, in the manner provided by law.

**NOTE: Corporate agents must have complied with California Corporations Code Section 1505  
prior to designation.**

5. It irrevocably consents to service of process directed to it upon the agent designated above, and to service  
of process on the Secretary of State of the State of California if the agent so designated or the agent's  
successor is no longer authorized to act or cannot be found at the address given.

  
(Signature of Corporate Officer)

Len Kanavy, Vice President  
(Typed Name and Title of Officer Signing)

# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GENENTECH USA, 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 JULY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GENENTECH USA, INC." WAS INCORPORATED ON THE FOURTH DAY OF OCTOBER, A.D. 2006.

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

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

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070859563



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5877920

DATE: 07-26-07

# Genentech

IN BUSINESS FOR LIFE

1 DNA Way  
South San Francisco, CA 94080-4990  
(650) 225-1000  
FAX: (650) 225-6000

July 27, 2007

California Secretary of State  
1500 11th Street  
Sacramento, California 95814

To Whom It May Concern:

Genentech, Inc. hereby consents for the use of the name Genentech USA, Inc. in the State of California.

Sincerely,



Len Kanavy  
Vice President  
Genentech, Inc.