

STATEMENT AND DESIGNATION
BY
FOREIGN CORPORATION

DO NOT WRITE IN THIS SPACE

1195294

FILED

In the office of the Secretary of State
of the State of California

JAN 20 1987

March Fong Eu
MARCH FONG EU, Secretary of State

Genentech Delaware, Inc.

(Name of Corporation)

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

1. The address of its principal executive office is 460 Point San Bruno Boulevard
South San Francisco, California 94080
(Insert complete address of principal executive office wherever
located - Do not use Post Office Box)

2. The address of its principal office in the State of California is 460 Point San
San Bruno Boulevard, South San Francisco, California 94080
(Insert complete address of principal office in California - Do
not use Post Office Box)

DESIGNATION OF AGENT FOR SERVICE OF PROCESS WITHIN THE STATE OF CALIFORNIA

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

Brian C. Cunningham
a natural person residing in the State of California, whose complete ☒ business
☐ residence address is 460 Point San Bruno Boulevard, South San Francisco, CA 94080

(Do not use Post Office Box)

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

NOTE: Either the business address or the residence address must be given. Indicate
which by check mark in proper box.

(FORM TO BE COMPLETED ON REVERSE SIDE)

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

state to whom it is called out of
jurisdiction to call out in

_____, a corporation organized

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

state to whom it is called out of
jurisdiction to call out in

NOTE: Before it may be designated by any foreign corporation as its agent for
service of process, a corporate agent must comply with Section 1505,
California Corporations Code. (See instruction 2.)

5. The undersigned corporation hereby 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.

Genentech Delaware, Inc.

(Name of Corporation)

Brian C. Cunningham
(Signature of corporate officer)

Brian C. Cunningham - Secretary

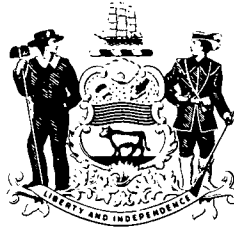
(Typed name and title of officer signing)

INSTRUCTIONS:

1. There must be annexed to this statement, a certificate by an authorized public official of the state or
place of incorporation of the corporation, to the effect that the corporation making the statement is
an existing corporation in good standing in that state or place. IF A NONPROFIT CORPORATION IS TO BE
QUALIFIED, the certificate must also indicate that the corporation is a nonstock, nonprofit
corporation.
2. No domestic corporation may be designated as agent for service of process unless it has filed with the
Secretary of State the certificate provided for by Section 1505, Corporations Code, and no foreign
corporation may be designated unless it has qualified for the transaction of intrastate business in
California and has filed with the Secretary of State of the State of California the certificate
provided for by Section 1505, California Corporations Code. A domestic or foreign corporation must be
currently authorized to engage in business in this State and be in good standing status on the records
of the Secretary of State of the State of California, in order to file a certificate pursuant to this
section.

NOTE: A CORPORATION CANNOT ACT FOR ITSELF AS AGENT FOR SERVICE OF PROCESS.

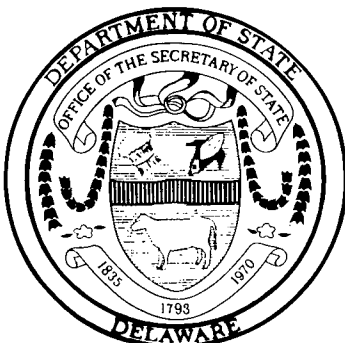
3. If a corporation is required to qualify under a D.B.A. (name other than the true corporate name)
pursuant to Section 2106(b), Corporations Code, then in the first line of this statement set at the
correct corporate name, followed by "which will do business in California as _____,"
setting forth the D.B.A. in the space indicated. The D.B.A. should not be set out in connection with
the corporate name anywhere else in the statement.
4. If the corporation changes its name or if there are any changes in the information contained in this
statement, then the corporation must file an Amended Statement and Designation. A form may be obtained
from the Secretary of State.



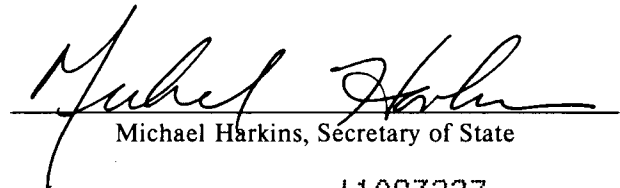
Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY GENENTECH DELAWARE, 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 DATE SHOWN BELOW.

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Michael Harkins, Secretary of State

AUTHENTICATION: 11083227

DATE: 01/16/1987

Genentech, Inc.

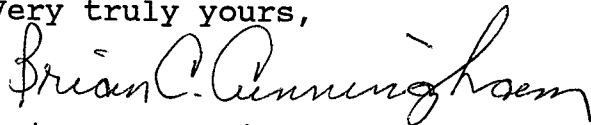
460 Point San Bruno Boulevard
South San Francisco, CA 94080
(415) 266-1000
TWX: 9103717168

January 16, 1986

TO WHOM IT MAY CONCERN

Genentech, Inc., consents to the use by Genentech Delaware, Inc., a wholly-owned subsidiary of Genentech, Inc., of Genentech's name for the purpose of qualifying to do business in the State of California.

Very truly yours,

A handwritten signature in cursive script, reading "Brian C. Cunningham". The signature is written in dark ink and is positioned above the printed name and title.

Brian C. Cunningham
Vice President