

Examiner

The Commonwealth of Massachusetts

Secretary of State
1 ASHBURTON PLACE, BOSTON, MASS. 02108

FEDERAL IDENTIFICATION
NO. 06-1043412

FOREIGN CORPORATION CERTIFICATE

We, John J. Whitehead
and Arthur W. Brill
Secretary/Assistant Secretary of Whitehead Institute for Biomedical Research
(the "Institute")
of General Laws, Chapter 181, Section 4, certify that:

WV
Name Approved

1. The exact name of the corporation, including any words or abbreviations indicating incorporation or limited liability is:

Whitehead Institute for Biomedical Research ✓

2. The corporation is organized under the laws of: Delaware

3. The date of its organization is: February 3, 1981

(Month)

(Day)

(Year)

4. The location of its principal office is: 15 Valley Drive, Greenwich, Connecticut 06830

5. A brief description of the activities of the corporation within the Commonwealth of Massachusetts is as follows:

The Institute is a non-profit, non-stock corporation which engages in experimentation and investigation in the area of biomedical research.

6. The location of its local office in the Commonwealth of Massachusetts, if any, is:

C
P
M
R.A.

7. The name and address of its resident agent in the Commonwealth of Massachusetts, if any, is: John Pratt
Building E17-517

82-047032

8. The date on which the corporation's fiscal year ends is: June 30th

(Month) (Day)

P.C.

9. The names and residence addresses of its directors and the following officers are as follows:

	NAMES	RESIDENCES
President	John J. Whitehead	167 Cantitoe Road Katonah, New York 10536
Treasurer and Clerk or Secretary	Arthur W. Brill, Esq.	10 Taconic Road Ossining, New York 10562
Board of Directors	Dr. John C. Sawhill, Chairman <hr/> Dr. David Baltimore	3403 O Street, N.W. <u>Washington, D.C. 20007</u>
	Dr. Donald S. Fredrickson	28 Donnell Street Cambridge, Mass. 02138
	Dr. Leonard T. Skeggs	6615 Bradley Boulevard Bethesda, Maryland 20034
	Dr. Herman Sokol	10212 Blair Lane Kirtland, Ohio 44094
	Dr. Lewis Thomas	870 Fifth Avenue New York, New York 10021
	Mr. John J. Whitehead	333 East 69th Street Apt. 11A New York, New York 10021
	Mr. Peter J. Whitehead	167 Cantitoe Road Katonah, New York 10536
	Ms. Susan E. Whitehead	175 Riverside Drive Apt. 12E New York, New York 10024
	<i>All in NY</i>	
	<i>(originally, the only woman on the Board)...</i>	
		34 West 9th Street Apt. 5 New York, New York 10011

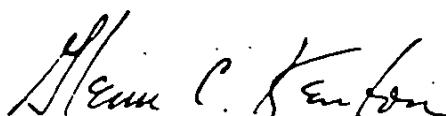


State of **DELAWARE**

Office of **SECRETARY OF STATE**

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that WHITEHEAD INSTITUTE FOR
BIOMEDICAL RESEARCH

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 below shown.



Glenn C. Kenton, Secretary of State

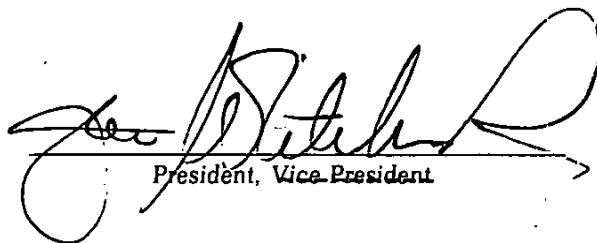
BY: M. Toon

DATE: January 21, 1982

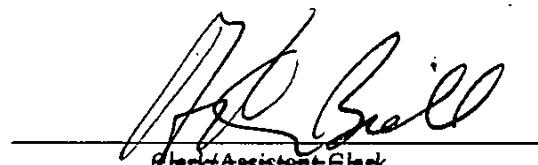
10. Please indicate the fees for which a Massachusetts corporation would be required to pay to register to do business in your State of incorporation: There are fees of \$85.00 imposed on a foreign corporation seeking to register to do business in Delaware.

The corporation hereby appoints the Secretary of the Commonwealth of Massachusetts and his successor in office to be its attorney in and for Massachusetts, upon whom all lawful process in any judicial or administrative proceeding in Massachusetts may be served as long as any liability incurred in the Commonwealth of Massachusetts while it was doing business in said Commonwealth shall remain outstanding.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we hereto sign our names this 20th day of January, 1982.



John Ditch
President, Vice President



John Bell
Clerk/Assistant Clerk
or
Secretary/Assistant Secretary

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RECEIVED

FEB - 9 1982

SECRETARY OF STATE
CORPORATION DIVISION

THE COMMONWEALTH OF MASSACHUSETTS

FOREIGN CORPORATION CERTIFICATE
(General Laws, Chapter 181, Section 4)

I hereby approve the within Certificate and, the
filing fee in the amount of \$237.00 having been paid,
said Certificate is deemed to have been filed with me this

16th day of February, 1982.

Michael Joseph Connelly
Secretary of State

1 ASHBURTON PLACE, BOSTON, MASS. 02108

TO BE FILLED IN BY CORPORATION

Photo Copy of Certificate to be Sent

To: CT

Roger W. Kapp, Esq.

Donovan Leisure Newton & Irvine

30 Rockefeller Plaza

New York, New York 10112

Copy Mailed

FEB 17 1982