Filing Fee: **$150.00**
License Fee: **$15.00 minimum (§7-1.1-124)**

ID Number: 98000

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Abbott Laboratories Inc.
2. It is incorporated under the laws of Delaware
3. The name which it elects to use in Rhode Island is ______

(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

4. The date of its incorporation is October 2, 1997 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801
6. The address of its proposed registered office in Rhode Island is 123 Dyer Street (Street) Providence (City/Town), RI 02903 (Zip Code) and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

See attached purpose clause

8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	Gary P. Coughlan	100 Abbott Park Road, Abbott Park, Illinois
Director		
President	See attached list of officers	
Vice President		FILED
Secretary		DEC 0 0 1997
Treasurer		By CC#63 12/6/97

Form No. 27A
Revised 5/97
(RI - 2175 - 6/24/97) CT System

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	Common	(No series)	$1.00

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	Common	(No series)	$1.00

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located 0.16% ; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year 0.52% .

12. An estimate of the value of all property to be owned by it for the following year wherever located is $ 1,231,30

13. An estimate of the value of its property to be located within Rhode Island during the following year is $ 2,000,000

14. An estimate of the gross amount of business to be transacted by it during the following year is $ 6,342,000,000

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is $ 33,000,000

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 24, 19 97

Abbott Laboratories Inc.
(Exact Corporate Name of Corporation Making Application)

By Gary P. Coughlan
☐ President or ☒ Vice President (check one)
Gary P. Coughlan

AND

By Brian J. Smith
☐ Secretary or ☒ Assistant Secretary (check one)
Brian J. Smith

STATE OF Illinois
COUNTY OF Lake

In North Chicago, on this 24 day of November, 19 97, personally appeared before me Gary P. Coughlan, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

Rita A. Drury
Notary Public Rita A. Drury
My Commission Expires: July 28, 2001

"OFFICIAL SEAL"
Rita A. Drury
Notary Public, State of Illinois
My Commission Expires 7/28/01

Appendix to Rhode Island
Application for Certificate of Authority

Purpose Clause of Abbott Laboratories Inc.

Sales, marketing, service, distribution of medical, pharmaceutical and agricultural products. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

Appendix to Rhode Island
Application for Certificate of Authority

Officers of
Abbott Laboratories Inc.

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1. Gary P. Coughlan, Senior Vice President
   100 Abbott Park Road
   Abbott Park, Illinois 60064-3500

2. Brian J. Smith, Assistant Secretary
   100 Abbott Park Road
   Abbott Park, Illinois 60064-3500

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ABBOTT LABORATORIES INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF OCTOBER, A.D. 1997, AT 9:30 O'CLOCK A.M.

Edward J. Freel, Secretary of State

2803432 8100

971412554

AUTHENTICATION: 8789455

DATE: 12-04-97

CERTIFICATE OF INCORPORATION
OF
ABBOTT LABORATORIES INC.

1. The name of the corporation is Abbott Laboratories Inc.

2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the city of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1000); all such shares shall be with a par value of One Dollar ($1.00).

5. The board of directors is authorized to make, alter, and repeal the by-laws of the corporation. Election of directors need not be by written ballot.

6. The name and mailing address of the sole incorporator is:

Michael B. Johannesen
Abbott Laboratories
100 Abbott Park Road
Building AP6D; Department 32L
Abbott Park, Illinois 60064

7. A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit.

8. The corporation shall indemnify its officers, directors, employees and agents to the extent permitted by the General Corporation Law of Delaware.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 2nd day of October, 1997.

Michael B. Johannesen

Michael B. Johannesen, Sole Incorporator