

Filing Fee: \$100.00

ID Number: 102488



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

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

**FOREIGN LIMITED PARTNERSHIP  
APPLICATION FOR CERTIFICATE OF REGISTRATION**

Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the State of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is Astra Pharmaceuticals, L.P. QC  
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

and, if different, the name which it proposes to register and transact business in the state of Rhode Island is

2. The limited partnership is organized under the laws of Delaware and the date of its formation is October 21, 1997.

3. The general character of the business it proposes to transact in Rhode Island is Marketing, manufacturing and development of pharmaceutical products.

4. The name and address of the agent for service of process is CT Corporation System  
(Name of Agent)  
123 Dyer Street Providence, RI 02903  
(Street Address, not P.O. Box) (City/Town) (Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:

1209 Orange Street, Wilmington, DE 19801

7. The name and business address of each general partner is:

General Partner

Business Address

KB USA, L. P.

725 Chesterbrook Blvd., Wayne, PA 19087

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

725 Chesterbrook Blvd., Wayne, PA 19087

9. A mailing address for the foreign limited partnership is: 725 Chesterbrook Blvd., Wayne, PA 19087

Dated October 9, 19 98

Astra Pharmaceuticals, L.P.

(Exact name of Limited Partnership making application)

By 

General Partner

Thomas F. Clauss, Jr., Esq. as Attorney-in-fac  
for Dr. Hakan Mogren, President and CEO of  
Astra AB, general partner of KB USA, L.P.

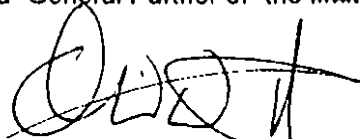
STATE OF CONNECTICUT  
COUNTY OF FAIRFIELD

In Stamford, CT, on this 9th day of October, 19 98, personally appeared  
before me Thomas F. Clauss, Jr., Esq., who, being by me first duly sworn, declared  
that he/she is a ~~General Partner~~ attorney-in-fact of the Astra Pharmaceuticals, L.P.  
that he/she signed the foregoing documents as a ~~General Partner~~ of the limited partnership, and that the statements  
therein contained are true.

**FILED**

OCT 15 1998

By  MD 2/2000

  
Notary Public

My Commission Expires: \_\_\_\_\_

**DAVID W. VOGEL**  
Notary Public

State of Connecticut #83389  
Commission Expires Nov. 30, 2002

State of Delaware  
Office of the Secretary of State

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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 RESTATED CERTIFICATE OF "KB OPERATING, L.P.", CHANGING ITS NAME FROM "KB OPERATING, L.P." TO "ASTRA PHARMACEUTICALS, L.P.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF JUNE, A.D. 1998, AT 3:01 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

2810741 8100

DATE:

9354185

981397028

10-14-98