

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Amgen Inc.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the corporation is

Amgen Inc.

SECOND: The name which it elects to use in Rhode Island is

Amgen Inc.

(If the name of 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;)

THIRD: It is incorporated under the laws of *Delaware*

FOURTH: The date of its incorporation is *October 31, 1986* and the period of its duration is *perpetual*

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is *32 Lookernan Square Dover, Delaware 19901*

SIXTH: The address of its proposed registered office in Rhode Island is *123 Dyer Street, Providence, R. I. 02903*

and the name of its proposed registered agent in Rhode Island at that address is *C T CORPORATION SYSTEM*

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

Research, development, manufacture, marketing, and sales of pharmaceutical products.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
PLEASE SEE ATTACHED RIDER.	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
125,000,000	Common		\$.0001
5,000,000	Preferred		\$.0001

TENTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
* 39,155,631	Common		\$.0001

* as of September 30, 1990

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 500,000,000.

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 450,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 3,000,000

FIFTEENTH: This Application is accompanied by a copy 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 28, 1990.

AMGEN INC.

[Exact Corporate Name of Corporation Making Application]

By

Harry F. Hixson, Jr., Its President & COO

and

Alan C. Mendelson, Its Secretary & Acting General Counsel

STATE OF California

COUNTY OF Santa Clara

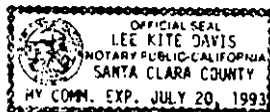
} Sc.

At Palo Alto in said County on the 28th day of November 1990, before me personally appeared Alan C. Mendelson, who being by me first duly sworn, declared that he is the Secretary of Amgen, Inc., that he signed the foregoing document as such Secretary of the corporation, and that the statements therein contained are true.

Lee Kite Davis

Notary Public

(NOTARIAL SEAL)



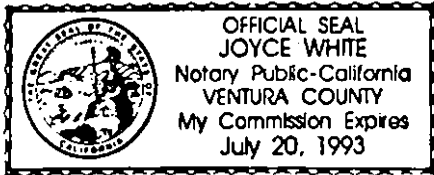
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SECTION 10
JAN 17 1991

JAN 17 11 29 AM '91

Rec'd & Filed JAN 17 1991
#1 ML 52909

State of CALIFORNIA
County of VENTURA } SS.



On this the 6th day of DECEMBER, 1990, before me,

Joyce White
the undersigned Notary Public, personally appeared

HARRY F. HANSON, JR.
☒ personally known to me
☐ proved to me on the basis of satisfactory evidence
to be the person(s) who executed the within instrument as
PRESIDENT + COO ... or on behalf of the corporation therein
named, and acknowledged to me that the corporation executed it.
WITNESS my hand and official seal.

Joyce White
Notary's Signature

ATTENTION NOTARY: Although the information requested below is **OPTIONAL**, it could prevent fraudulent attachment of this certificate to another document.

THIS CERTIFICATE
MUST BE ATTACHED
TO THE DOCUMENT
DESCRIBED AT RIGHT:

Title or Type of Document APPLICATION OF CERTIFICATE OF AUTHORITY / RHODE ISLAND
Number of Pages 5 Date of Document 11/28/90
Signer(s) Other Than Named Above ALAN C. MENDENSON

AMGEN BOARD OF DIRECTORS

Address and Term

<u>Director</u>	<u>Office Address</u>	<u>Term</u>
Mr. Gordon M. Binder Chairman of the Board	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5725	1991
Mr. Raymond F. Baddour	Chemical Engineering MIT Room 66-440 Cambridge, MA 02139 (617) 253-4564	1991
Mr. William K. Bowes, Jr.	U.S. Venture Partners 2180 Sand Hill Road Suite 300 Menlo Park, CA 94025 (415) 854-9080	1993
Dr. Harry F. Hixson, Jr.	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5725	1991
Mr. Franklin P. Johnson, Jr.	Asset Management Co. 2275 East Bayshore Road Suite 150 Palo Alto, CA 94303 (415) 494-7400	1991
Mr. Steven Lazarus	Steve Lazarus Associates, Inc. c/o ARCH Development Corp. University of Chicago 213 Walker Museum 1101 East 58th Street Chicago, IL 60637 (312) 702-1692	1992
Dr. Gilbert S. Omenn	School of Public Health SC-30 University of Washington Seattle, WA 98195 (206) 543-1144	1992

Dr. George B. Rathmann

Amgen Inc.
Amgen Center
1840 Dehavilland Drive
Thousand Oaks, CA 91320-1789
(805) 499-5725

1993

Mr. Bernard H. Semler

125 Blackthorn Lane
Lake Forest, IL 60045
(312) 234-9139

1993

AMGEN EXECUTIVE OFFICERS

<u>Officer</u>	<u>Position</u>	<u>Work Address</u>	<u>Term</u>
Mr. Gordon M. Binder	Chairman of the Board and Chief Executive Officer	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5726	Serves at Discretion of Board
Dr. Harry F. Hixson, Jr.	President and Chief Operating Officer	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5726	Serves at Discretion of Board
Dr. Daniel Vapnek	Senior Vice President, Research	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5726	Serves at Discretion of Board
Mr. Lowell E. Sears	Vice President, Finance and Chief Financial Officer	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5726	Serves at Discretion of Board
Alan C. Mendelson, Esq.	Secretary and Acting General Counsel	Cooley Godward Castro Huddleson & Tatum Five Palo Alto Square 4th Floor Palo Alto, CA 94306 (415) 494-7622	Serves at Discretion of Board
Dr. N. Kirby Alton	Vice President, Therapeutic Product Development, Responsible Head	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5726	Serves at Discretion of Board
Mr. Paul R. Dawson	Vice President, Sales and Marketing	Amgen Inc. Amgen Center 1840 Dehavilland Drive Thousand Oaks, CA 91320-1789 (805) 499-5726	Serves at Discretion of Board

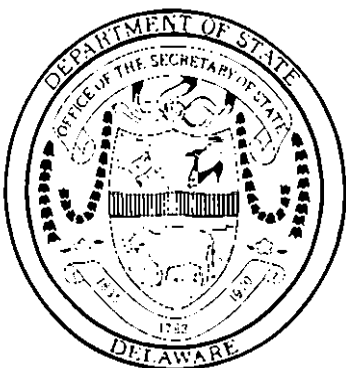


State of DELAWARE



Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of _____ Amendment _____
filed in this office on August 1, 1989 _____



Michael Harkins
Michael Harkins, Secretary of State

BY: *L. Weeks*

DATE: December 14, 1990

21061-570

689-213051

FILED

CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
AMGEN INC.

AUG 1 1989

[Signature]
SECRETARY OF STATE
9 Am

Amgen Inc., a corporation organized under the General Corporation Law of the State of Delaware (the "Corporation") does hereby certify:

FIRST: That at a meeting of the Board of Directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation, declaring said amendment to be advisable and calling for the officers of the Corporation to solicit the stockholders thereof to adopt such amendment. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the first paragraph of the Fourth Article of the Restated Certificate of Incorporation of the Corporation be, and it hereby is, amended to read in full as follows:

"FOURTH: This corporation is authorized to issue two (2) classes of stock to be designated, respectively, "Preferred Stock" and "Common Stock." The total number of shares which this corporation is authorized to issue is one hundred thirty million (130,000,000) shares, of which Five Million (5,000,000) shares shall be Preferred Stock and one hundred twenty five million (125,000,000) shares shall be Common Stock, all with a par value of \$.0001.

SECOND: That thereafter, pursuant to a resolution of the Board of Directors, the officers of the Corporation solicited the vote of the stockholders thereof at the Annual Meeting of Stockholders in favor of the amendment, and the stockholders of the Corporation approved the amendment by a majority of the outstanding stock entitled to vote thereon.

THIRD: That said amendment was adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, Amgen Inc. has caused this Certificate of Amendment to be signed by the undersigned Chief Executive Officer of the Corporation this 27th day of July, 1989.

AMGEN INC..

By:

[Signature]
Gordon M. Binder
Chief Executive Officer

ATTEST:

[Signature]
Robert D. Weist
Secretary