

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Correction of Improperly Filed Change of Name

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SmithKline Beecham p.l.c.		10/23/2009	COMPANY: UNITED KINGDOM
SmithKline Beecham Corporation		10/27/2009	CORPORATION: PENNSYLVANIA

**RECEIVING PARTY DATA**

Name:	SmithKline Beecham Corporation
Street Address:	200 N. 16th Street
City:	Philidelphia
State/Country:	PENNSYLVANIA
Postal Code:	19102
Entity Type:	CORPORATION: PENNSYLVANIA

Name:	GlaxoSmithKline LLC
Street Address:	Corporation Service Company, 2711 Centerville Road, Suite 400
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19808
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2928773	LEXIVA

**CORRESPONDENCE DATA**

Fax Number: (704)625-9190  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 919 483 9618  
 Email: trademarks@gsk.com  
 Correspondent Name: Diane K. Fry  
 Address Line 1: Five Moore Drive

CH \$40.00 2928773

Address Line 2: C.3206.3D  
Address Line 4: Research Triangle Pa, NORTH CAROLINA 27709

ATTORNEY DOCKET NUMBER:	LEXIVA
NAME OF SUBMITTER:	Christopher M. Hanes
Signature:	/Christopher M. Hanes/
Date:	08/06/2010

Total Attachments: 21  
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Mark: LEXIVA

Serial No.: 78/312,751

Filing Date: October 13, 2003

Registration No.: 2928773

Registration Date: March 1, 2005

Owner: GlaxoSmithKline LLC

Declaration/Affidavit re Change of Name Improperly Filed and Recorded Against  
Owner's Registration

I, the undersigned, hereby declare as follows:

1. I am an authorized representative of the Owner company. In performing my duties for GlaxoSmithKline LLC, I have knowledge of its activities and of its trademark usage and trademark rights, and its control over the nature and quality of the goods and services offered under its marks;
2. The mark, LEXIVA and corresponding Reg. No. 2928773 is currently in the name of SmithKline Beecham Limited.
3. Change of name of ownership of the mark LEXIVA, recorded at Reel/Frame: 4160/0971 from SmithKline Beecham p.l.c. to SmithKline Beecham Limited, was inadvertently erroneously submitted. All right title and interest of the mark LEXIVA was assigned on October 23, 2009 to SmithKline Beecham Corporation, a Pennsylvania corporation, having a business address of One Franklin Plaza, 200 N. 16<sup>th</sup> Street, Philadelphia, PA, 19102 USA. On October 27, 2009, SmithKline Beecham Corporation changed its company name, state of incorporation and company type to

GlaxoSmithKline LLC, a limited liability company under the laws of Delaware, having a business address of Corporation Service Company, 2711 Centerville Road, Wilmington, New Castle, Delaware 19808. Therefore, the current and correct owner of the mark LEXIVA is GlaxoSmithKline LLC.

4. Listed below is a summary of the true chain of title to clarify and correct the chain of title for the LEXIVA mark and its corresponding Reg. No. 2928773, which should not be considered altered by the incorrect change of name submitted on March 4, 2010. The correct owner of the LEXIVA mark and its corresponding Reg. No. 2928773 should be GlaxoSmithKline LLC.

Chain of title for LEXIVA:

Assignment: 1

Executed: October 23, 2009

Conveyance:

Assignment of Entire Interest

Assignor: SMITHKLINE BEECHAM PLC

Entity Type: PUBLIC COMPANY

Citizenship: UNITED KINGDOM

Assignee: SMITHKLINE BEECHAM CORPORATION

One Franklin Plaza

200 North 16<sup>th</sup> Street

Philadelphia, PA 19102 USA

Entity Type: Corporation under the laws of Pennsylvania

Citizenship: USA

Assignment: 2

Executed: October 27, 2009

Conveyance: Change of Name, and Corporate Status

Assignor: SMITHKLINE BEECHAM CORPORATION

Entity Type: Corporation under the laws of Pennsylvania

Citizenship: USA

Assignee: GlaxoSmithKline LLC

Corporation Service Company

2711 Centerville Road,

Wilmington, New Castle, Delaware 19808

Entity Type: Limited Liability Company under the laws of Delaware

Citizenship: USA

I, having been warned that willful false statements and the like are punishable by fine or imprisonment or both and may jeopardize the validity of the application or document or any registration resulting therefrom, declare that all statements made of my own knowledge are true and all statements made on information and belief are believed to be true.

Executed this 6 day of August, 2010.

By: Maribeth Day Case

Maribeth Day Case  
Authorized Representative  
GlaxoSmithKline LLC

→ US.

Dated 23<sup>rd</sup> October 2009

SMITHKLINE BEECHAM P.L.C.

- and -

SMITHKLINE BEECHAM CORPORATION

---

TRADE MARK ASSIGNMENT DEED

---

Slaughter and May  
One Bunhill Row  
London EC1Y 8YY  
(SXXM/SPW)

TP002700086

TRADEMARK  
REEL: 004255 FRAME: 0832

THIS DEED is made the 23rd day of October 2009

**BETWEEN:**

- (1) SMITHKLINE BEECHAM P.L.C. (a company incorporated in England and Wales with registered number 02337959), whose registered office is at 980 Great West Road, Brentford, Middlesex TW8 9GS (the "Assignor"); and
- (2) SMITHKLINE BEECHAM CORPORATION (a company incorporated in Pennsylvania), whose registered office is at One Franklin Plaza, 200 N. 16<sup>th</sup> Street, Philadelphia PA 19102 USA (the "Assignee").

**WHEREAS:**

- (A) Each of the Assignor and the Assignee is a member of GSK's Group.
- (B) Pursuant to the SPA, GSK has agreed to effect the GlaxoSmithKline Reorganisation.
- (C) The Trade Marks are registered in the name of the Assignor but are beneficially owned by the Assignee.
- (D) As a preparatory step to facilitate the GlaxoSmithKline Reorganisation, the Assignor has agreed to transfer, and the Assignee wishes to receive, the Assignor's right, title and interest in and to the Trade Marks.

**NOW THIS DEED WITNESSETH as follows:**

**1. Interpretation**

**1.1 In this Deed:**

"GlaxoSmithKline Reorganisation" has the meaning given in the SPA;

"Group" has the meaning given in the SPA;

"GSK" means GlaxoSmithKline plc (a company incorporated in England and Wales with registered number 03888792), whose registered office is at 980 Great West Road, Brentford, Middlesex TW8 9GS;

"SPA" means the Agreement for the Sale and Purchase of the Share Capital of Pfizer-1, Pfizer UK Newco, Pfizer SPV, GlaxoSmithKline Mercury US Inc. and GlaxoSmithKline Mercury UK Limited dated 16 April 2009 between Pfizer Inc., GSK and GlaxoSmithKline NewCo Limited; and

"Trade Marks" means the trade mark registrations and applications for

registration listed in the Schedule.

1.2 In this Deed, unless otherwise specified, references to Clauses and Schedules are to clauses of and schedules to this Deed and headings to Clauses and Schedules are for convenience only and do not affect the interpretation of this Deed.

## 2. Assignment

2.1 The Assignor hereby assigns to the Assignee all its right, title and interest in and to the Trade Marks together with all goodwill of the business in relation to which such Trade Marks are used (but no other or greater goodwill) to hold unto the Assignee absolutely.

2.2 The assignment made pursuant to Clause 2.1 includes all rights, privileges and advantages attaching to the Trade Marks, including, without limitation, the right to take proceedings and recover damages and obtain all other remedies in respect of past infringements thereof.

## 3. No Warranties

The Assignee acknowledges that the Assignor does not give any representation, warranty, indemnity or guarantee under this Deed in respect of any of the Trade Marks.

## 4. Further Assurance

The Assignor shall, at the request and cost of the Assignee, execute any further documents that may be necessary to secure the vesting in the Assignee of all rights assigned to the Assignee hereunder.

## 5. Counterparts

This Deed may be executed in any number of counterparts, and by the Assignor and the Assignee on separate counterparts, but shall not be effective until each party has executed at least one counterpart. Each counterpart shall constitute an original of this Deed, but the counterparts shall together constitute but one and the same instrument.

## 6. Governing Law and Jurisdiction

6.1 This Deed shall be governed by and construed in accordance with English law. Any matter, claim or dispute arising out of or in connection with this Deed, whether contractual or non-contractual, is to be governed by and determined in accordance with English law.

6.2 The courts of England are to have jurisdiction to settle any matter, claim or dispute arising out of or in connection with this Deed and the parties hereby submit to the jurisdiction of the English courts. Each party waives (and agrees not to raise) any



objection, on the ground of *forum non conveniens* or on any other ground, to the taking of proceedings in relation to any such matter, claim or dispute in the courts of England.

**IN WITNESS** of which this document has been executed and delivered as a Deed on the date first written above.

THE SCHEDULE

The Trade Marks

TP092780055

Executed as a Deed by  
SMITHKLINE BEECHAM P.L.C.  
acting by a Director in the presence of:

*Balbir*  
Director Balbir Kelly-Bisla  
For and on behalf of  
Edinburgh Pharmaceutical Industries Ltd  
Corporate Director

Witness's signature:

Name (print):

Occupation:

Address:

*P. Williams*  
*Chartered Surveyor*  
*980 Colons Lane Road*  
*Brentford, UK*

Executed as a Deed by  
SMITHKLINE BEECHAM CORPORATION  
acting by its authorised signatory(ies)  
who, in accordance with the laws of the territory  
in which SmithKline Beecham Corporation  
is incorporated is/are acting under the  
authority of SmithKline Beecham Corporation

*[Signature]*  
(Authorised Signatory)  
*[Signature]*  
(Authorised Signatory)

TR092780058

Trade Mark	Country	Application #	App. Date	Registration #	Reg. Date
LEXIVA	Argentina	2187240	17/Nov/1998	2087648	19/May/2006
LEXIVA	Bahrain	224398	09/Dec/1998	24881	09/Dec/1998
LEXIVA	Bangladesh	57361	18/Nov/1998	57951	27/May/1998
LEXIVA	Bolivia		19/Nov/1998	78220C	25/Apr/2000
LEXIVA	Botswana	BWM9000006	04/Jun/1999		
LEXIVA	Brazil	821240927	26/Nov/1998	821240927	07/Avg/2007
LEXIVA	Brunei	30512	28/Jun/1999	25702	28/Jun/1999
LEXIVA	Bulgaria	46789	17/Nov/1998	35697	28/May/1999
LEXIVA	Cambodia	11381	27/May/1998	11304	19/Jun/1999
LEXIVA	Chile	43374	18/Nov/1998	541543	28/May/1999
LEXIVA	Colombia	90082443	20/Nov/1998	217926	21/Apr/1999
LEXIVA	Costa Rica		13/Nov/1998	114816	10/Jun/1999
LEXIVA	Croatia	2981504A	26/Nov/1998	2981504	22/Feb/1999
LEXIVA	Cuba	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Cyprus	51771	28/Nov/1998	51771	28/Nov/1998
LEXIVA	Czech Republic	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Dominican Republic		18/Nov/1998	102263	15/Feb/1999
LEXIVA	Ecuador	92266	18/Nov/1998	23698	17/Jul/2003
LEXIVA	Egypt	119436	17/Nov/1998	119436	30/Jun/2001
LEXIVA	El Salvador	051998607270	19/Nov/1998	002019128	01/Nov/2000
LEXIVA	Estonia	380277	26/Nov/1998	31338	20/Jun/2000
LEXIVA	EU	900879294	14/Jun/1999	000879294	14/Feb/2001
LEXIVA	Gambia	2641288	09/Dec/1998		
LEXIVA	Georgia	703053	23/Nov/1998	763053	23/Nov/1998
LEXIVA	Ghana	29636	24/Nov/1998	29636	24/Nov/1998

Trade Mark	Country	Application #	App. Date	Registration #	Reg. Date
LEXIVA	Guatemala	988214	23/Nov/1998	98850	20/May/1999
LEXIVA	Haiti	13241	22/Mar/1999	186120	26/May/1999
LEXIVA	Honduras	1623698	30/Nov/1998	74804	14/Jul/1999
LEXIVA	Hong Kong	153971998	17/Nov/1998	189791999	27/May/1998
LEXIVA	Hungary	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Iceland	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	India	831148	08/Dec/1998	831148	08/Dec/1998
LEXIVA	Iran	77081142	28/Nov/1998	85263	14/Feb/1999
LEXIVA	Iraq	36929	25/Nov/1998	36929	15/May/2002
LEXIVA	Israel	171672	25/Apr/2004	171672	25/Apr/2004
LEXIVA	Jamaica	57110	25/Nov/1998	34636	25/Nov/1998
LEXIVA	Japan	98298	17/Nov/1998	4321040	01/Oct/1999
LEXIVA	Jordan	51824	22/Nov/1998	51824	01/Feb/2000
LEXIVA	Katya	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Kuwait	42828	14/Mar/1999	35845	14/Mar/1999
LEXIVA	Laos	8841	27/Nov/1998	5886	14/Jan/1999
LEXIVA	Latvia	M982771	17/Nov/1998	M44979	20/Dec/1999
LEXIVA	Lebanon		21/Nov/1998	77870	21/Nov/1998
LEXIVA	Liechtenstein	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Lithuania	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Malawi	53098	27/Nov/1998	53098	27/Nov/1998
LEXIVA	Malta	29388	18/Nov/1998	29388	18/Nov/1998
LEXIVA	Mexico	358684	27/Nov/1998	807706	29/Apr/1999
LEXIVA	Moldova	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Monaco	703053	23/Nov/1998	703053	23/Nov/1998

Trade Mark	Country	Application #	App. Date	Registration #	Reg. Date
LEXIVA	Montenegro (Republic of)	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Morocco	67948	25/Nov/1998	67948	25/Nov/1998
LEXIVA	Myanmar	5341999	19/Feb/1999	422432007	19/Feb/1999
LEXIVA	Namibia	981632	20/Nov/1998	981632	20/Nov/1998
LEXIVA	New Zealand	301408	17/Nov/1998	301408	27/May/1998
LEXIVA	Nicaragua	990890	24/Mar/1999	45517	17/Dec/2000
LEXIVA	Nigeria	1P3847998	18/Nov/1998	59804	18/Nov/1998
LEXIVA	Norway	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	OAPI (African Union)	89372	25/Nov/1998	40190	29/Nov/1999
LEXIVA	Oman	19096	22/Nov/1998	19096	26/Jun/2004
LEXIVA	Pakistan	151470	20/Nov/1998	151470	20/Nov/1998
LEXIVA	Panama	997284	16/Nov/1998	97284	16/Nov/1998
LEXIVA	Peru	074673	27/Nov/1998	54141	29/Apr/1999
LEXIVA	Poland	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Romania	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Russian Federation	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Saudi Arabia	47693	12/Dec/1998	52224	27/Feb/2000
LEXIVA	Serbia (Republic of)	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Lechtenstein	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	Sierra Leone	16290	25/Apr/1999	16290	23/Nov/1998
LEXIVA	Singapore	1981544B	19/Nov/1998	1981544B	19/Oct/2001
LEXIVA	Slovak Republic	703053	23/Nov/1998	703053	27/May/1998
LEXIVA	Slovenia	703053	23/Nov/1998	703053	23/Nov/1998
LEXIVA	South Africa	69820509	16/Nov/1998	199820509	23/Nov/1998
LEXIVA	Sri Lanka	90400C	27/May/1998	90430	27/May/1998
					07/Dec/1998

Trade Mark	Country	Application #	App. Date	Registration #	Reg. Date
LEXVA	Switzerland	703053	23/Nov/1998	703053	23/Nov/1998
LEXVA	Syria	70686	21/Nov/1998	866987	26/Jan/2000
LEXVA	Taiwan	87055769	19/Nov/1998	866987	18/Sep/1999
LEXVA	Tanzania (Tanzania Republic)	26642	11/Feb/1999	26642	11/Feb/1999
LEXVA	Thailand	375273	26/Nov/1998	KOP98496	27/May/1998
LEXVA	Trinidad and Tobago	28998	24/Nov/1998	28998	22/Nov/2000
LEXVA	Tunisia	EE981824	16/Nov/1998	EEB81824	16/Nov/1998
LEXVA	Turkey	98016389	18/Nov/1998	201159	18/Nov/1998
LEXVA	Uganda	22022	24/Nov/1998	22022	24/Nov/1998
LEXVA	UK	2167790	27/May/1998	2167790	27/May/1998
LEXVA	Ukraine	98114422	17/Nov/1998	24323	15/Apr/2002
LEXVA	United Arab Emirates	29032	21/Nov/1998		
LEXVA	Uruguay	308876	16/Nov/1998	401562	21/Jan/1999
LEXVA	USA	78208433	21/Jan/2003	3827902	30/Mar/2004
LEXVA	USA	78312751	19/Oct/2003	2928773	01/Mar/2005
LEXVA	Vietnam	N953805	26/Nov/1998	31595	22/Mar/2000
LEXVA	WIPO	703063	23/Nov/1998	703063	23/Nov/1998
LEXVA	Yemen (Republic of)	13261	22/Nov/1998	10668	19/Aug/1999
LEXVA	Zambia	75998	20/Nov/1998	75998	20/Nov/1998
LEXVA	Zanzibar (Tanzania Republic)	44698	14/Dec/1998	8891999	22/Dec/1999
LEXVA	Zimbabwe	154595	19/Nov/1998	154595	27/May/1998
LEXVA in katakana (re ki shi ba)	Japan	200397741	05/Nov/2003	4842750	04/Mar/2005
LEXVA in katakana (re ku shi ba)	Japan	2064037604	20/Apr/2004	4823461	03/Dec/2004
LEXVA in katakana (re ku shi va)	Japan	206411276	30/Apr/2004	4804362	17/Sep/2004
LEXVA with arabic	Qatar	19896	17/Nov/1998	19896	11/Sep/2005

IP02780551

# Delaware

PAGE 1

*The First State*

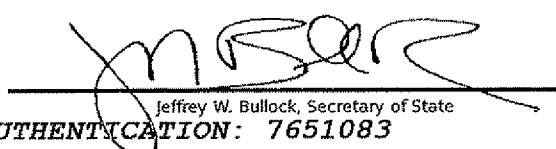
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION "SMITHKLINE BEECHAM CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY OF "GLAXOSMITHKLINE LLC", WAS FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2009, AT 12:07 O'CLOCK P.M.

4746253 8317

091031118

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7651083

DATE: 11-19-09

TRADEMARK  
REEL: 004255 FRAME: 0842



# Delaware

PAGE 2

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "GLAXOSMITHKLINE LLC" FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2009, AT 12:07 O'CLOCK P.M.



4746253 8100V

090966589

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7605680

DATE: 10-27-09

TRADEMARK  
REEL: 004255 FRAME: 0843

CERTIFICATE OF FORMATION

OF

GLAXOSMITHKLINE LLC

This Certificate of Formation of GLAXOSMITHKLINE LLC (the "Company") is being executed by the undersigned for the purpose of forming a limited liability company pursuant to Section 18-201 of the Delaware Limited Liability Company Act (the "Act").

FIRST: The name of the limited liability company is

GLAXOSMITHKLINE LLC

SECOND: Its registered office in the State of Delaware is to be located at Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, County of New Castle, Delaware 19808.

THIRD: GLAXOSMITHKLINE LLC shall be a continuation of SmithKline Beecham Corporation pursuant to Section 18-214 of the Act.

FOURTH: The effective time for this Certificate of Formation shall be 9.02 a.m. on October 27<sup>th</sup>, 2009.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 27<sup>th</sup> day of October 2009.

GlaxoSmithKline Holdings (Americas)  
Inc., its Sole member,

By: Michael F. Corrigan  
Michael F. Corrigan  
Vice President

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A PENNSYLVANIA CORPORATION UNDER THE NAME OF "SMITHKLINE BEECHAM CORPORATION" TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2009, AT 12:06 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4746253 8100V

090966582

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7605236

DATE: 10-27-09

TRADEMARK  
REEL: 004255 FRAME: 0845

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE CORPORATION  
TO A DELAWARE CORPORATION  
PURSUANT TO SECTION 265 OF THE  
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Pennsylvania.
- 2.) The jurisdiction immediately prior to filing this Certificate is Pennsylvania.
- 3.) The date the Non-Delaware Corporation first formed is 06/29/1929.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is SmithKline Beecham Corporation.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is SmithKline Beecham Corporation.
- 6.) The effective time and date of this certificate of conversion shall be 9.00 A.M. on October, 27<sup>th</sup> of 2009.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 27<sup>th</sup> day of October, A.D. 2009.

By: 

Name: William J. Mosher

Print or Type

Title: Vice President & Secretary

Print or Type

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

OCTOBER 27, 2009

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

**GLAXOSMITHKLINE LLC**

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania

do hereby certify that the foregoing and annexed is a true and correct  
copy of

Application for Registration filed on October 27, 2009

which appear of record in this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*Pedro A. Cortés*

Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Application for Registration - Foreign  
(15 Pa.C.S.)

- Registered Limited Liability General Partnership (§ 8211)
- Registered Limited Liability Limited Partnership (§ 8211)
- Limited Partnership (§ 8582)
- Limited Liability Company (§ 8981)

Corporation Service Company  
168200-075 KLU

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania  
APPLICATION FOR REGISTRATION 4 Page(s)



Fee: \$250

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name to be registered is:  
GlaxoSmithKline LLC

2. (If the name set forth in paragraph 1 is not available for use in this Commonwealth, complete the following):  
The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:  
Jurisdiction: Delaware Date of Formation: 20109 \*

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
One Franklin Plaza, 200 N16th Street	Philadelphia	Pennsylvania	19102	County of Philadelphia

(b) Name of Commercial Registered Office Provider \_\_\_\_\_ County \_\_\_\_\_

\* GlaxoSmithKline LLC is a continuation via domestication and conversion of SmithKline Beecham Corporation originally incorporated in Pennsylvania in 1929.

PA DEPT. OF STATE

OCT 27 2009

5. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

Corporation Service Company, 2711 Centerville Road, Wilmington, New Castle, Delaware 19808

Number and street	City	State	Zip
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It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

Number and street	City	State	Zip
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6. ~~For Restricted Professional Limited Liability Company Only. Strike out if inapplicable. The company is a restricted professional company organized to render the following professional service(s):~~

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**Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8**

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

Name	Business Address

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

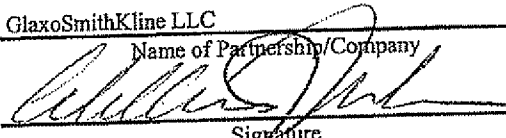
Number and street	City	State	Zip	County
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The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

27<sup>th</sup> day of October, 2009.

GlaxoSmithKline LLC  
 \_\_\_\_\_  
 Name of Partnership/Company

  
 \_\_\_\_\_  
 Signature

William J. Mosher, Vice President & Secretary  
 \_\_\_\_\_  
 Title