HEALTH SCIENCE INDUSTRY SCHOLARSHIP FUND INC.
0101025714

I, the Treasurer of the State of New Jersey, do hereby certify, that the above named business did file and record in this department a Certificate of Incorporation on January 28th, 2013 and that the attached is a true copy of this document as the same is taken from and compared with the original(s) filed in this office and now remaining on file and of record.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton, this 29th day of January, 2013

Andrew P Sidamon-Eristoff
State Treasurer

Certificate Number: 127262756
Verify this certificate online at https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp
Title 15A:2-8 New Jersey Nonprofit Corporation Act

CERTIFICATE OF INCORPORATION

of

HEALTH SCIENCE INDUSTRY SCHOLARSHIP FUND INC.

The undersigned incorporator, for the purpose of forming a not-for-profit corporation under the laws of the State of New Jersey, hereby certifies:

FIRST: The name of the Corporation is HEALTH SCIENCE INDUSTRY SCHOLARSHIP FUND INC. (hereinafter referred to as the “Corporation”).

SECOND: The purposes and powers of the Corporation shall include the following:

(a) support of the charitable purposes and objectives of ISPE NEW JERSEY CHAPTER, affiliated through common membership with the Corporation;

(b) sponsorship of programs and scholarships to promote, encourage, assist, and support study and research in the fields of pharmaceutical science, engineering and related disciplines, and to engage in any and all lawful activities incidental thereto, except as restricted herein;

(c) enhancement of the image of pharmaceutical science, engineering and technology as a profession;

(d) in furtherance of the foregoing purposes, to solicit, accept and receive from the general public moneys, legacies, gifts, grants, contributions, endowments and property of any kind, real or personal, and thereafter to hold, invest, reinvest and manage the same; and

(e) any other purpose that furthers the Corporation’s exempt purposes within the meaning of the Treasury Regulations promulgated under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any subsequent Federal tax law (the “Code”).

THIRD: The Corporation shall have members, the qualifications for which, and the relative rights and limitations of the different classes of which, shall be as set forth in the bylaws of the Corporation.
FOURTH: The method of electing Trustees will be as set forth in the bylaws of the Corporation.

FIFTH: The address of the Corporation's initial registered office is Kelley Drye & Warren LLP, 200 Kimball Drive, Parsippany, NJ 07054 and the name of the Corporation's initial registered agent at such address is Geoffrey W. Castello.

SIXTH: No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

SEVENTH: Notwithstanding any other provision of this Certificate of Incorporation, the Corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Code, and the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

EIGHTH: The name and address of the incorporator is:

Christina M. Mason  
Kelley Drye & Warren LLP  
101 Park Avenue  
New York, NY 10178

NINTH: The number of Trustees constituting the initial Board of Trustees shall be three (3). The names and post office addresses of the persons who shall serve as the initial Trustees of the Corporation are as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>Robert Lechich</td>
<td>c/o Pfizer Inc.</td>
</tr>
<tr>
<td></td>
<td>100 Route 206 North</td>
</tr>
</tbody>
</table>
Joseph Manfredi  
Peapack, NJ 07977

c/o GMP Systems, Inc.
14 Madison Road
Suite F
Fairfield, NJ 07004

Robert Scott Hickok  
44 Sutton Street
Pennington, NJ 08534

TENTH: The Corporation shall not be conducted or operated for profit, and the
foregoing objects, purposes and powers are each and all subject to the limitation that no part of
the assets, income or net earnings of the Corporation shall inure to the benefit of or be
distributable to any Trustee, officer or employee of the Corporation, or to any other private
individual, except that the Corporation shall be authorized and empowered to pay reasonable
compensation for services rendered in effecting one or more purposes of the Corporation and to
make payments and distributions in furtherance of any purposes described in Section 501(c)(3)
of the Code.

ELEVENTH: In the event of dissolution of the Corporation, no distribution of
any of the property or assets of the Corporation shall be made to any Trustee, officer or
employee of the Corporation or any other private individual, but all of such property and assets,
after paying or making provisions for the payment of all of its liabilities, shall be distributed to
such organization or organizations organized and operated exclusively for
charitable, educational, religious or scientific purposes which, at the time of such disposition,
qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the
Board of Trustees shall determine. Any assets not so disposed of shall be disposed of by a court
of competent jurisdiction exclusively and for such purposes, or to such organization or
organizations organized and operated exclusively for such purposes, as such court shall
determine.
No Trustee, member or officer of the Corporation shall be personally liable for the
debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of
the Trustees, members or officers be subject to the payment of the debts or obligations of the
Corporation.

TWELFTH: A Trustee or officer of the Corporation, whether serving with or
without compensation, shall not be personally liable to the Corporation, its members or any other
person or entity for damages for breach of any duty owed to the Corporation or its members;
except that this provision shall not relieve a Trustee or officer from liability for any breach of
duty based upon an act or omission that is (i) in breach of such person’s duty of loyalty to the
Corporation or its members, (ii) not in good faith or involving a knowing violation of law, or (iii)
resulting in receipt by such person of an improper personal benefit. Neither the amendment or
repeal of this section TWELFTH, nor the adoption of any provision of this Certificate
inconsistent with this section TWELFTH, shall eliminate or reduce the protection offered by this
section TWELFTH to a Trustee or officer of the Corporation in respect to any matter which
occurred, or any cause of action, suite or claim which but for this section TWELFTH would have
accrued or arisen, prior to such amendment, repeal or adoption

IN WITNESS WHEREOF, the undersigned, being at least eighteen years of age,
has subscribed and affirmed this Certificate of Incorporation as true under the penalties of
perjury this 28th day of January, 2013.

[Signature]
Christina M. Mason