

# State of Idaho

Office of the Secretary of State

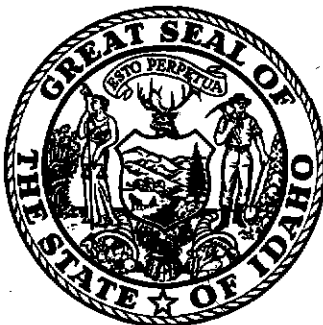
**CERTIFICATE OF AUTHORITY  
OF  
ACELL, INC.**

File Number C 193224

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: December 29, 2011



*Ben Yursa*  
SECRETARY OF STATE

By *Shay Saker*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

11 DEC 29 PM 4:25

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

ACell, Inc.

2. The name which it shall use in Idaho is: ACell, Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 06/14/1999

5. The address of its principal office is:

6640 Eli Whitney Dr., Suite 200, Columbia, MD 21046

6. The address to which correspondence should be addressed, if different from Item 5, is:

7. The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, Idaho 83702

and its registered agent in Idaho at that address is: CT Corporation System

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

Name	Title	Business Address
<u>SEE ATTACHMENT</u>		

Dated: 12/22/11

Signature: Edward O'Brien

Typed Name: Edward O'Brien

Capacity: CFO

[The signer must be a director or an officer of the corporation.]

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

CT Corporation  
formalappforidauthority\_profit.pms  
Revised 10/2008

IDAHO SECRETARY OF STATE

12/29/2011 05:00  
CK: 25929 CT: 20160 BH: 1303740  
1 @ 100.00 = 100.00 AUTH PRD # 2

C193224

**ACell Inc.**

**Names and Mailing addresses of Officers and Directors of Corporation**

**James R. DeFrancesco – CEO – 6640 Eli Whitney Dr., Suite 200, Columbia, MD 21046**

**Rodney Bosley – President – 6640 Eli Whitney Dr., Suite 200, Columbia, MD 21046**

**Edward O'Brien – Treasurer - 6640 Eli Whitney Dr., Suite 200, Columbia, MD 21046**

**Miles Grody – Secretary - 6640 Eli Whitney Dr., Suite 200, Columbia, MD 21046**

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACELL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

3055969 8300

111343722

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: 9258920

DATE: 12-28-11