

State of Idaho

Office of the Secretary of State

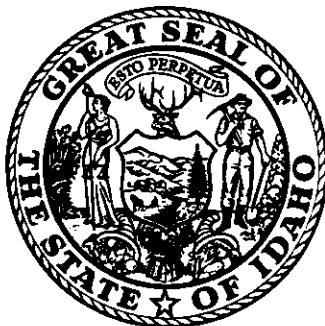
**CERTIFICATE OF AUTHORITY
OF
UPTODATE, INC.**

File Number C 199164

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: July 24, 2013



Ben Yursa
SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2013 JUL 24 PM 2:05

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:

UpToDate, Inc.

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

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 11/29/1995

5. The address of its principal office is:

95 Sawyer Road, Waltham, MA 02453

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: 921 S Orchard Street, Suite G, Boise, Idaho 83705

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

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

Name	Title	Business Address
<u>Richard J. Parker</u>	<u>Vice President &</u>	<u>2700 Lake Cook Road, Riverwoods IL 60015</u>
<u>Deidra D. Gold</u>	<u>Secretary/EVP</u>	<u>2700 Lake Cook Road, Riverwoods IL 60015</u>
<u>Robert Becker</u>	<u>Director</u>	<u>2001 Market Street, Philadelphia PA 19103</u>
<u>Arvind Subramanian</u>	<u>CEO & President/</u>	<u>800 Washington Ave, Minneapolis, MN 554</u>
<u>Peter F. Healy</u>	<u>VP, Asst. Treas</u>	<u>2700 Lake Cook Road, Riverwoods IL 60015</u>
<u>Susan Yules</u>	<u>Treasurer, CFO &</u>	<u>2001 Market Street, Philadelphia PA 19103</u>

Dated: JULY 24, 2013

Signature: [Signature]

Typed Name: RICARD J. PARKER

Capacity: Vice President

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

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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Revised 08/2005

Web Form

IDAHO SECRETARY OF STATE
07/24/2013 05:00
CK: NONE CT: 278665 BH: 1383383
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C199164

**Attachment to Idaho
Officers & Directors**

1	Full Name:	Denise Basow
	Officer/Director:	Officer
	Officer's Title:	Vice President & GM
	Business Address:	95 Sawyer Road
	City:	Waltham
	State:	MA
	ZIP Code:	02453

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UPTODATE, 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-FOURTH DAY OF JULY, A.D. 2013.

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

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



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130913483

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0611953

DATE: 07-24-13