



**COMMONWEALTH OF KENTUCKY**  
**MICHAEL G. ADAMS, SECRETARY OF STATE**

**1275354.09**mmoore  
ADD

**Michael G. Adams**  
**Kentucky Secretary of State**  
 Received and Filed:  
 4/17/2023 2:53 PM  
 Fee Receipt: \$90.00

**Division of Business Filings**

P.O. Box 718  
 Frankfort, KY 40602  
 (502) 564-3490  
[www.sos.ky.gov](http://www.sos.ky.gov)

**Certificate of Authority**  
 (Foreign Business Entity)

**FBE**

Pursuant to the provisions of KRS 14A – 030 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a: ☒ profit corporation ☐ nonprofit corporation ☐ professional limited liability company  
☐ business trust ☐ limited liability company ☐ statutory trust  
☐ limited partnership ☐ ltd cooperative association ☐ other  
☐ non-profit llc ☐ professional service corporation

2. The name of the entity is Esperion Therapeutics, Inc  
 (The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable): \_\_\_\_\_  
 (Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware

5. The date of organization is 01/22/2008 and the period of duration is \_\_\_\_\_  
 (If left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is  
3891 Ranchero Dr, Ste 150 Ann Arbor MI 48108  
 Street Address City State Zip Code

7. The street address of the entity's registered office in Kentucky is  
306 W. Main Street, Suite 512 Frankfort KY 40601  
 Street Address (No P.O. Box Numbers) City State Zip Code

and the name of the registered agent at that office is C T Corporation System

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

<u>Benjamin O. Looker</u>	<u>3891 Ranchero Drive, Ste 150</u>	<u>Ann Arbor</u>	<u>MI</u>	<u>48108</u>
Name	Street or P.O. Box	City	State	Zip Code
<u>Sheldon L. Koenig</u>	<u>3891 Ranchero Drive, Ste 150</u>	<u>Ann Arbor</u>	<u>MI</u>	<u>48108</u>
Name	Street or P.O. Box	City	State	Zip Code
<u>JoAnne M. Foody</u>	<u>3891 Ranchero Drive, Ste 150</u>	<u>Ann Arbor</u>	<u>MI</u>	<u>48108</u>
Name	Street or P.O. Box	City	State	Zip Code

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable: ☐

12. If a limited liability company, check box if manager-managed: ☐

13. This application will be effective upon filing.

DocuSigned by: Benjamin Halladay Benjamin Halladay, CFO 4/13/23  
 Signature of Authorized Representative Printed Name & Title Date

C T Corporation System  
 I, \_\_\_\_\_, consent to serve as the registered agent on behalf of the business entity.  
 Type/Print Name of Registered Agent

By: C T Corporation System SEAN L. EMERICK ASSISTANT SECRETARY 04/13/2023  
 Signature of Registered Agent Printed Name Title Date

Board of Directors & Officers 2023*					
Name	Title	Street Address	City	State	Zip
Sheldon L. Koenig	President & Chief Executive Officer	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
JoAnne M. Foody	Chief Medical Officer	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Benjamin O. Looker	General Counsel/Secretary	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Eric J. Warren	Chief Commercial Officer	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Benjamin Halladay	Chief Financial Officer/Treasurer	3892 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Jeffrey Berkowitz	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
J. Martin Carroll	Chairperson of Esperion's Board of Directors	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Seth H.Z. Fischer	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Alan Fuhrman	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Antonio M. Gotto Jr.	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Stephen Rocamboli	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Jay P. Shepard	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Nicole Vitullo	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108
Tracy M. Woody	Director	3891 Rancho Drive, Ste 150	Ann Arbor	MI	48108