



FOI000002595

ACCOUNT NO. : 072100000032

REFERENCE : 149368 4351268

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
01 MAY 14 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 14, 2001

ORDER TIME : 2:08 PM

ORDER NO. : 149368-005

CUSTOMER NO: 4351268

CUSTOMER: Mr. Steve Iadarola
Rainin Instrument Company,
Box 4026

Woburn, MA 01888

900004216009--4
-05/15/01--01001--005
*****78.75 *****78.75

FOREIGN FILINGS (4)

NAME: RAININ INSTRUMENT COMPANY,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

RECEIVED
01 MAY 14 PM 3:43
DIVISION OF CORPORATION

BP 5/15

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

01 MAY 14 AM 10:16
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TALLAHASSEE, FLORIDA

1. RAININ INSTRUMENT COMPANY, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. MASSACHUSETTS

(State or country under the law of which it is incorporated)

3. 04-2430712

(FEI number, if applicable)

4. 10/2/69

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. RAININ ROAD, BOX 4026 WOBURN, MA 01888

(Principal office address)

RAININ ROAD, BOX 4026 WOBURN, MA 01888

(Current mailing address)

8. Sale and repair of scientific instruments

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida

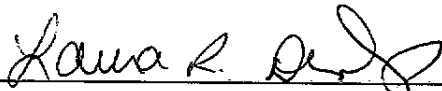
32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

**Laura R. Dunlap
as its agent**



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Kenneth Rainin

Address: 5400 Hollis Street

Emeryville, CA 94608

Vice Chairman: _____

Address: _____

Director: David Lemieux

Address: Rainin Road, Box 4026

Woburn, MA 01888-4026

Director: Ron Kehoe

Address: 75 State Street

Boston, MA 02109-1808

B. OFFICERS

President: Kenneth Rainin

Address: 5400 Hollis Street

Emeryville, CA 94608

Vice President: David Lemieux

Address: Rainin Road, Box 4026

Woburn, MA 01888-4026

Asst. Clerk

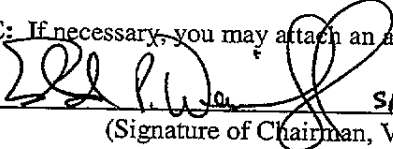
~~Secretary~~: Edward Weinsoff

Address: Rainin Road, Box 4026 Woburn, MA 01888-4026

Treasurer: Edward Weinsoff

Address: Rainin Road, Box 4026 Woburn, MA 01888-4026

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  SA VICE PRES. & CFO + TREASURER
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward Weinsoff
(Typed or printed name and capacity of person signing application)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

February 26, 2001

TO WHOM IT MAY CONCERN:

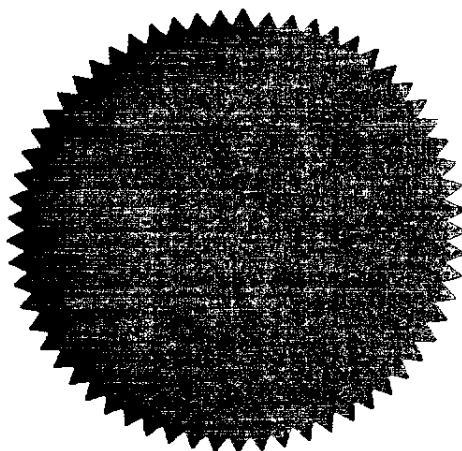
I hereby certify that according to the records of this office,

RAININ INSTRUMENT COMPANY, INC.

is a domestic corporation organized on **October 2, 1969**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

FILED
MAY 14 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.