

CT CORPORATION

# F02000001375

CORPORATION(S) NAME

Novadaq Technologies Inc.

FILED  
02 MAR 20 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Photocopies         | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call If Problem    |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

RECEIVED  
02 MAR 20 PM 2:36  
DIVISION OF CORPORATION

Name \_\_\_\_\_  
 Availability \_\_\_\_\_  
 Document \_\_\_\_\_  
 Examiner \_\_\_\_\_  
 Updater \_\_\_\_\_  
 Verifier \_\_\_\_\_  
 W.P. Verifier \_\_\_\_\_

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Order#: 5209946

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Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
 Tallahassee, FL 32301  
 Tel. 850 222 1092  
 Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED  
02 APR 20 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, 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.

1. Novadaq Technologies 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. Canada 3. 98-0233801  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 14, 2000 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 18, 2001  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 9301 A-1A Suite 4  
Vero Beach, Florida, 32963  
(Current mailing address)

8. Medical Research  
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(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.*

C T Corporation System  
[Signature]  
(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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Seshadri M. Chari

Address: 5 Princess of Wales Court

Toronto, Ontario, Canada M9B 6H5

Director: Gurpreet S. Mangat

Address: 29 Somerset Crescent

Richmond Hill, Ontario, Canada, L4C 8N5

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Gurpreet S. Mangat

Address: 29 Somerset Crescent

Richmond Hill, Ontario, Canada, L4C 8N5

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: John D. Andrew

Address: 511 Brookdale Avenue

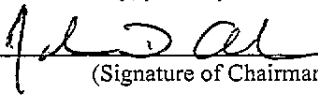
North York, Ontario, Canada, M5M 1R8

Treasurer: Avinider S. Grewal

Address: 7026 Gooderham Estate Blvd.

Mississauga, Ontario, Canada, L5W 1G1

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

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John D. Andrew, Secretary  
(Typed or printed name and capacity of person signing application)

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MAR 20 PM 3:49  
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TALLAHASSEE, FLORIDA

SCHEDULE "A"

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

FILED  
20  
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TALLAHASSEE, FLORIDA

Additional Directors:

Avinider S. Grewal 7026 Gooderham Estate Blvd.  
Mississauga, Ontario  
L5W 1G1

Ian C. P. Smith 435 Ellice Avenue  
Winnipeg, Manitoba  
R3B 1Y6

Clancy Ethans 432 Niagara Street  
Winnipeg, Manitoba  
R3N 0V5



Industry Canada

Industrie Canada

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02 MAR 20 PM 3:49  
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF COMPLIANCE**  
s. 263

**CERTIFICAT DE CONFORMITE**  
art. 263

NOVADAQ TECHNOLOGIES INC.

374877-4

\_\_\_\_\_  
Name of corporation-Dénomination sociale

\_\_\_\_\_  
Corporation number-Numéro de la société

I HEREBY CERTIFY that the corporation named above is incorporated or continued under the *Canada Business Corporations Act*, is not discontinued and has not been dissolved under that Act.

JE CERTIFIE, par les présentes, que la société ci-dessus mentionnée est constituée ou prorogée en vertu de la *Loi canadienne sur les sociétés par actions*, qu'elle n'a pas changé de régime et qu'elle n'a pas été dissoute en vertu de cette Loi.

This corporation has sent to the Director the required Annual Returns and has paid all fees required under the Act.

Cette société a remis au directeur les rapports annuels prescrits et acquitté les droits requis par la Loi.

Deputy Director - Directeur adjoint

March 15, 2002 / le 15 mars 2002

Issuance date - Date d'émission

Canada