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TALLAHASSEE, FLORIDA

MRS
4/22

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Associates of Cape Cod, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Debbie Fraser
(Name of Person)

Associates of Cape Cod, Inc.
(Firm/Company)

124 Bernard E. Saint Jean Dr.
(Address)

East Falmouth, MA 02536
(City/State and Zip code)

For further information concerning this matter, please call:

Debbie Fraser at (508) 540-3444
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- [] \$70.00 Filing Fee [x] \$78.75 Filing Fee & Certificate of Status [] \$78.75 Filing Fee & Certified Copy [] \$87.50 Filing Fee, Certificate of Status & Certified Copy

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.

1. Associates of Cape Cod, Inc.

(Enter name of corporation: must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co." or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Massachusetts

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

3. 04-2541505

(FEI number, if applicable)

4. 1974 - 5/10/1974

(Date of incorporation)

5. perpetual

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

6. Upon qualification

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 124 Bernard E. Saint Jean Dr., E. Falmouth, MA 02536

(Principal office address)

124 Bernard E. Saint Jean Dr., E. Falmouth, MA 02536

(Current mailing address)

8. Sale of life science equipment and supplies

(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 NOT acceptable)

Name: Agents and Corporations, Inc.

Office Address: 300 Fifth Avenue South, Suite 101-330

Naples, Florida 34102

(City) (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.

By [Signature] Vice President (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.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Paul DeStefano

Address: 500 Arguello Street, Redwood City, CA 94063

Vice Chairman: N/A

Address: _____

Director: A.J. Meuse, Ph.D.

Address: 124 Bernard E. Saint Jean Dr., E. Falmouth, MA 02536

Director: Shinji Harashima

Address: Tosei Building 39, Kanda Higashimatsushita-Cho Tokyo,
Japan

B. OFFICERS

President: A.J. Meuse, Ph.D., President/CEO

Address: 124 Bernard E. Saint Jean Dr., E. Falmouth, MA 02536

Vice President: Alison Skinner, Ph.D., Chief Operating Officer

Address: 124 Bernard E. Saint Jean Dr., E. Falmouth, MA 02536


Secretary: N/A

Address: _____

Treasurer: Frank E. Keller

Address: 124 Bernard E. Saint Jean Dr., E. Falmouth, MA 02536

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. A.J. Meuse, Ph.D., President/CEO

(Typed or printed name and capacity of person signing application)

Addendum to Application by Foreign Corporation for Authorization to Transact Business in
Florida – Associates of Cape Cod, Inc. Additional Directors

Yuji Shimojima
Marunouchi Center Building 6-1, Marunouchi 1-chome
Tokyo, Japan

Hiro Seki
Marunouchi Center Building 6-1, Marunouchi 1-chome
Tokyo, Japan

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RECEIVED
TALLAHASSEE, FLORIDA



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

April 14, 2009

TO WHOM IT MAY CONCERN:

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

ASSOCIATES OF CAPE COD, INC.

is a domestic corporation organized on **May 10, 1974**, 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 156D section 14.21 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.

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RECORDS SECTION
TALLAHASSEE FLORIDA

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

Secretary of the Commonwealth

