

# F9500002704

**stryker**  
CORPORATION

P.O. Box 4085  
Kalamazoo, MI 49003-4085

100001234471  
-07/25/94--01057--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

OFFICE USE ONLY

700001508347  
-06/08/95--01045--003  
\*\*\*\*\*204.00 \*\*\*\*\*204.00

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) *W94-16322*
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) *500001412805*  
-02/22/95--01061--001  
\*\*\*6841.25 \*\*\*6841.25
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |                                      |
|--------------------------|--------------------------------------|
| <input type="checkbox"/> | Amendment                            |
| <input type="checkbox"/> | Resignation of R.A. Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent           |
| <input type="checkbox"/> | Dissolution/Withdrawal               |
| <input type="checkbox"/> | Merger                               |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN -6 AM 10:26

*Name conflict  
T02667*

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**

**Jim Smith**  
Secretary of State

August 22, 1994

**DAVID J. SIMPSON  
STRYKER CORPORATION  
2725 FAIRFIELD RD.  
KALAMAZOO, MI 49002**

**SUBJECT: STRYKER CORPORATION  
Ref. Number: W94000016322**

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We have received your document for STRYKER CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Section 607.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$6841.25.

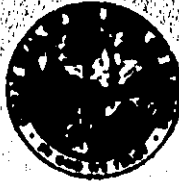
Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

**Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.**

**If you have any questions concerning the filing of your document, please call (904) 487-6095.**

**Jennifer Sindt  
Document Examiner**

**Letter Number: 294A00034213**



**FLORIDA DEPARTMENT OF STATE**  
**Jim Smith**  
Secretary of State

December 1, 1994

DAVID J. SIMPSON  
STRYKER CORPORATION  
2725 FAIRFIELD RD.  
KALAMAZOO, MI 49002

SUBJECT: STRYKER CORPORATION  
Ref. Number: W94000016322

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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for STRYKER CORPORATION.

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1982. You were notified by letter dated August 22, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$6841.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

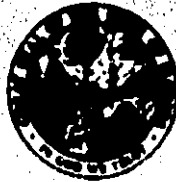
Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Jennifer Sindt  
Document Examiner      Letter No. 194A00051531

Enclosure



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

February 1, 1995

**DAVID J. SIMPSON**  
**STRYKER CORPORATION**  
**2725 FAIRFIELD RD.**  
**KALAMAZOO, MI 49002**

**SUBJECT: STRYKER CORPORATION**  
**Ref. Number: W94000016322**

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DIVISION OF CORPORATIONS  
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**CERTIFIED MAIL #P 348 067 490**  
**RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of STRYKER CORPORATION to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by STRYKER CORPORATION for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$6841.25 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel

Enclosures Letter No. 295A00004178

**stryker**

CORPORATION

2725 Fairfield Road  
Kalamazoo, Michigan 49002  
Mail to: P.O. Box 4085  
Kalamazoo, MI 49003-4085  
(616) 385-2600

February 6, 1995

Florida Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Jennifer Sindt

Re: Application By Foreign Corporation For Authorization To Transact Business in Florida  
Stryker Corporation  
FEIN 38-1239739

Dear Jennifer Sindt:

I have received a letter stating that our application to transact business in Florida has penalties and fees in the amount of \$6,841.25 for transacting business beginning in 1982. A copy of the letter is attached for your reference.

I have enclosed a check in the amount of \$6,841.25 for all penalties and fees associated with our qualification. Please complete the processing of our Florida Certificate of Authority Application. If there is any additional information needed or questions, please contact me at (616)385-2600.

Respectfully,



Greg Johnston  
Sr. Tax Accountant

Attachments - As stated

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**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

February 22, 1995

**DAVID J. SIMPSON**  
**STRYKER CORPORATION**  
**2725 FAIRFIELD RD.**  
**KALAMAZOO, MI 49002**

**SUBJECT: STRYKER CORPORATION**  
**Ref. Number: W94000016322**

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We have received your document for **STRYKER CORPORATION** and your check(s) totaling \$6841.25. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please **RETURN ALL DOCUMENTATION** to the **ATTENTION** of the **CORPORATE SPECIALIST** indicated.

The form **INHSE37** also has not been returned to our office to compute the charter tax. This form will need to be submitted and the charter tax paid before the application can be filed. Another copy has been enclosed for your convenience.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 695A00008049

**stryker**

**CORPORATION**

2725 Fairfield Road  
Kalamazoo, Michigan 49002  
Mail to: P.O. Box 4085  
Kalamazoo, MI 49003-4085  
(1) 385-2600

July 1, 1995

Florida Department of Revenue  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Jennifer Sindt

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Re: Application By Foreign Corporation For Authorization To Transact Business in Florida  
Stryker Corporation  
FEIN 38-1239739

Dear Jennifer Sindt:

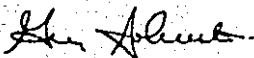
I have received a letter from you stating that you have received our payment of \$6,841.25 for annual report and penalty fees but our Application By Foreign Corporation to Transact Business in Florida has been retained until we adopt an alternate name. A copy of your letter is attached for your reference.

I have enclosed the following items:

- Resolution of Board of Directors statement adopting the name "Stryker Corporation of Michigan".
- Form INHSE37 (Charter Tax)

Based on the above information being submitted, please process our application to Transact Business in Florida. If there are any questions, please give me a call at (616)385-2600.

Respectfully,



Greg Johnston  
Sr. Tax Accountant

Attachments - As stated

**Florida Department of State, Jim Smith, Secretary of State**

**THIS FORM IS TO BE COMPLETED BY CORPORATIONS WHO HAVE BEEN TRANSACTING BUSINESS IN FLORIDA PRIOR TO QUALIFICATION TO DETERMINE CHARTER TAX THAT MUST BE PAID.**

Authorized number of shares (itemized by class and par value) the corporation had when it first transacted business in Florida (if shares have no par value enter NPV along with the number of shares).  
 Common - 10,000,000 shares @ .10 Par Value  
 Preferred - 500,000 shares @ 1.00 Par Value

"VALUE" may be defined in any terms consistent with generally accepted accounting principles.

- A. Estimated Value of all property owned by Corporation for the year it first transacted business in Florida, wherever located. \$ 19,045,888
- B. Estimated Gross amount of business transacted by the Corporation for the year it first transacted business in Florida \$ 38,663,898
- C. Estimated Value of all property in Florida owned by the Corporation for the year it first transacted business in Florida. \$ 48,433
- D. Estimated Gross amount of business transacted in Florida by the Corporation during the year it first transacted business in Florida. \$ 1,915,831
- E. TOTAL of "A" and "B" \$ 57,709,786
- F. TOTAL of "C" and "D" \$ 1,964,264
- G. DIVIDE "F" by "E" \$ -3.4037%
- H. Corporations with Par Value Stock:  
 Multiply "G" and Authorized Shares and their par value. C - 10,000,000 X .10 X 3.4037% = 34,037
- I. Corporations with No Par Value Stock:  
 Multiply "G" by Total Authorized Shares. P - 500,000 X 1.00 X 3.4037% = 17,019

\$254

34,000  
17,000  
51,000

**THIS PORTION IS FOR OFFICE USE ONLY AND IS TO BE COMPLETED BY DOCUMENT EXAMINER UPON QUALIFICATION.**

DOCUMENT NUMBER \_\_\_\_\_  
 CORPORATION NAME \_\_\_\_\_  
 PENALTY PAID FOR YEAR(S) \_\_\_\_\_  
 CHARTER TAX PAID \_\_\_\_\_  
 AN FEE PAID FOR YEAR(S) \_\_\_\_\_

SEARCHED  
 INDEXED  
 SERIALIZED  
 FILED  
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 55 JUN - 6 AM 10 26



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

May 23, 1995

**DAVID J. SIMPSON**  
**STRYKER CORPORATION**  
**2725 FAIRFIELD RD.**  
**KALAMAZOO, MI 49002**

**SUBJECT: STRYKER CORPORATION OF MICHIGAN**  
**Ref. Number: W94000016322**

The charter tax has been computed at \$204.00. Please send a check made payable to the Florida Department of State for this amount so that the application may be filed.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 395A00026133

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**stryker**

CORPORATION

2725 Fairfield Road  
Kalamazoo, Michigan 49002  
Mail to: P.O. Box 4085  
Kalamazoo, MI 49003-4085  
(616) 385-2600

May 31, 1995

Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Jennifer Sindt

Re: Charter Tax for Stryker Corporation of Michigan

Dear Ms. Sindt:

I have received your letter stating that our charter tax has been computed at \$204.00. I have enclosed a copy of the letter for your reference. Attached is a check in the amount of \$204.00 for Stryker Corporation of Michigan's charter tax.

Please process our application. If there are any questions, please give me a call at (616)385-2600.

Respectfully,



Greg Johnston  
Sr. Tax Accountant

Attachments - As stated

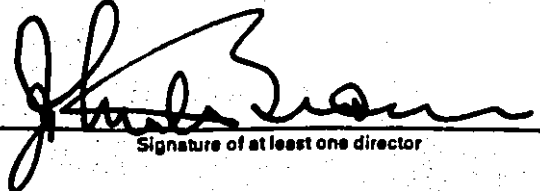
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## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned John L. Brown, do hereby certify  
that this Resolution of the Board of Directors of Stryker Corporation,  
a corporation duly organized and existing under the laws of the State of Michigan,  
was duly adopted on April 25, 19 95.

Resolved, that Stryker Corporation, organized  
and existing in the State of Michigan, hereby adopts the  
name Stryker Corporation of Michigan for use in Florida.

Dated: April 25, 1995

  
Signature of at least one director

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

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

1. STRYKER CORPORATION  
(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. MICHIGAN 3. 38-1239739  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/20/46 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1982  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. \_\_\_\_\_  
2725 FAIRFIELD RD. KALAMAZOO MI 49002  
(Current mailing address)
8. TO CONDUCT ALL ACTIVITIES FOR WHICH A CORPORATION MAY BE FORMED.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Name: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND RD.

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.*

**CT CORPORATION SYSTEM**

  
(Registered agent's signature) **TANYA M. VILLAR**  
SPECIAL ASSISTANT SECRETARY

**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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: JOHN W. BROWN

Address: 2725 FAIRFIELD RD.

KALAMAZOO MI 49002

DIRECTOR  
~~Chairman~~ HOWARD E. COX JR.

Address: 225 SARGENT

BROOKLINE MA 02146

Director: DONALD M. ENGLEMAN

Address: 261 PARK ST.

NEW HAVEN CT 06511

Director: JEROME H. GROSSMAN

Address: 72 SPOONER

CHESNUT HILL MA 02167

B. OFFICERS

President: JOHN W. BROWN

Address: 2725 FAIRFIELD RD.

KALAMAZOO MI 49002

Vice President: THOMAS R. WINKEL

Address: 2725 FAIRFIELD

KALAMAZOO MI 49002

Secretary: DAVID J. SIMPSON

Address: 2725 FAIRFIELD RD.

KALAMAZOO MI 49002

Treasurer: JULIA PARADINE-RICE

Address: 2725 FAIRFIELD RD.

KALAMAZOO MI 49002

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

13. X

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

14. David J. Simpson, Secretary

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

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**Michigan Department of Commerce**

**Lansing, Michigan**

**This is to Certify That**

**STRYKER CORPORATION**

**was validly incorporated on February 20, 1946, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.**

**This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.**



**In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 8th day of July, 1994.**

*Carl L. Lipp* , Director  
**Corporation & Securities Bureau**

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