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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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## To:

Division of Corporations  
Fax Number : (850) 922-4003

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FOREIGN PROFIT QUALIFICATION

RAPID DIAGNOSTICS USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

HO 1000017410

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. The name of the corporation is **RAPID DIAGNOSTICS USA, INC.**
2. The above named corporation is incorporated under the laws of the State of Delaware, U.S.A.
3. The corporation has applied for its FEI number.
4. The date of incorporation was February 12, 2001.
5. The corporation is perpetual.
6. The corporation will transact business in Florida upon qualification.
7. The principal office address of the corporation is:

9200 South Dadeland Boulevard  
Suite 700  
Miami, Florida 33156

8. The current mailing address of the corporation is:

Rapid Diagnostics USA, Inc.  
c/o Michael R. Seward  
9200 South Dadeland Boulevard  
Suite 700  
Miami, Florida 33156

9. The name and street address of the Florida registered agent is:

Michael R. Seward, Esquire  
9200 South Dadeland Boulevard  
Suite 700  
Miami, Florida 33156

10. The registered agent's acceptance:

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01 FEB 14 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Michael R. Seward, an individual, having an office and street address of 9200 South Dadeland Boulevard, Suite 700, Miami, Florida 33156, having been designated as the Registered Agent in the foregoing application, hereby agrees to accept the appointment as registered agent and agree to act in this capacity. I hereby further agree that I am familiar with and accepts the obligations of the position of the Registered Agent for the corporation, under Section 607.0505, Florida Statutes.

Michael R. Seward  
MICHAEL R. SEWARD

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 in which it is incorporated.

12. The names and business addresses of the officers and/or directors are:

- A. Directors: William P. Trainor Chairman, Director  
9200 South Dadeland Blvd., Suite 700  
Miami, Florida 33156
- Michael Seward - Vice Chairman, Director  
9200 South Dadeland Blvd., Suite 700  
Miami, Florida 33156
- B. Officers: Geraldine Trainor - President, Treasurer  
9200 South Dadeland Blvd., Suite 700  
Miami, Florida 33156
- William P. Trainor - Vice President, Secretary  
9200 South Dadeland Blvd., Suite 700  
Miami, Florida 33156

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Application for qualification of the Corporation is hereby submitted.

Michael R. Seward  
MICHAEL R. SEWARD, Vice Chair/Director

State of Delaware

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## Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RAPID DIAGNOSTICS USA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF FEBRUARY, A.D. 2001.



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 0968387

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DATE: 02-12-01