

CT CORPORATION SYSTEM

# F010000001191

CORPORATION(S) NAME

UTI Corporation,

FILED  
01 FEB 27 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           |   |   |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <i>Qualification</i>                         | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|  | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            | <input checked="" type="checkbox"/> CUS     |
| <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  
01 FEB 27 PM 2:15  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

2/27/01

(10)

Order#: 3688750

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

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

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

A CCH LEGAL INFORMATION SERVICES COMPANY

900003783599--9  
-02/27/01--01116--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

900003783599--9  
-02/27/01--01116--018  
\*\*\*\*\*75 \*\*\*\*\*75  
FILE 1st



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 27, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: UTI CORPORATION  
Ref. Number: W01000004532

FILED  
01 FEB 27 PM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for UTI CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 DOCUMENT SPECIALIST indicated.

Please note that we have RETAINED the \$78.75 sent with your corporate qualification.

Please also note that we are returning your FICTITIOUS NAME application UNFILED.

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 (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 401A00012403

D/B/A Resolution attached at back, please file and back date to 2/27. Please initiate refund for fictitious name.

Thank you!

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR -1 PM 2:18  
NOT RECORDED  
TO ACHIEVE  
SUFFICIENCY OF FILING

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** UTI Corporation  
(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:

Lisa Cohn

(Name of Person)

Hogan & Hartson

(Firm/Company)

1200 Seventeenth Street, Suite 1500

(Address)

Denver, CO 80202

(City/State and Zip code)

For further information concerning this matter, please call:

Linda Finley

303 454-2443

at ( )

(Name of Person)

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

## RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned STEVEN D. KOGAN, do hereby certify  
(Name)

that this Resolution of the Board of Directors of UTI Corporation

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Maryland

was duly adopted on February 28, 2001

Be it resolved, that UTI Corporation  
(Corporate Name)

organized and existing in the State of Maryland, hereby adopts the name

Maryland UTI Corporation for use in Florida.

Dated: \_\_\_\_\_

  
Signature of either Chairman, Vice Chairman or any officer

Steven D. Kogan - Vice President & Secretary  
Type or print name

Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 9227  
Tallahassee, FL 32314

INMS10(1/00)

5570 1 22

**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. UTI Corporation

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION"  
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. Maryland

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

3. 91-2090934

(FEI number, if applicable)

4. December 13, 2000

(Date of incorporation)

5. Perpetual

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

6. 3 | 1 | 01

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

7. 300 E. Lombard Street, Baltimore, MD 21202

(Current mailing address)

8. To develop and manufacture customized medical devices; any other business in conjunction with any business of corp.  
(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

Hiedi M Liesch

(Registered agent's signature)

Spec. Asst. Sect.

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: See attached rider.

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: See attached rider.

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

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

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

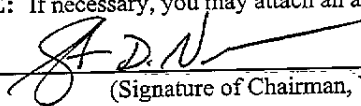
Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

**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. Steven D. Neumann, Secretary  
(Typed or printed name and capacity of person signing application)

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01 FEB 27 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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01 FEB 27 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ATTACHMENT TO APPLICATION FOR  
AUTHORITY TO TRANSACT BUSINESS IN FLORIDA**

**OFFICERS AND DIRECTORS OF UTI CORPORATION  
A MARYLAND CORPORATION**

<b>Name</b>	<b>Title</b>	<b>Residence Address</b>	<b>Business Address</b>
Andrew D. Freed	Chief Executive Officer and President	235 Ridgeview Drive Collegeville, PA 19426	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Barry Aiken	Chief Operating Officer	847 Hunsicker Road Telford, PA 18966	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Jeffrey M. Farina	Vice President Engineering	5582 Furnace Hill Zionsville, PA 18092	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Frank J. Cornwell	Vice President Quality & Organizational Development	276 Hampshire Road Thinking Springs, PA 19608	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
William F. Gaffney	Vice President International Sales & Marketing	4760 Nottingham Way Doylestown, PA 18901	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Paul L. Ashby	Vice President U.S. Sales	431 Deepwater Drive Exton, PA 19341	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Thomas F. Lemker	Vice President of Finance	6750 Hidden Woods Drive Roanoke, VA 24018	200 South Yorkshire Street Salem, VA 24153

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Name	01	TIME	Residence Address	Business Address
Steven D. Neumann	Vice President and Treasurer	FLORIDA	1050 Cherokee Street, #409 Denver, CO 80204	1515 Arapahoe Street, Suite 1500 Denver, CO 80202
Bruce L. Rogers	Vice President		4311 Witter Gulch Road Bevergreen, CO 80439	1515 Arapahoe Street, Suite 1500 Denver, CO 80202
John N. Eakes	Assistant Vice President		4305 East 14 <sup>th</sup> Avenue Denver, CO 80220	1515 Arapahoe Street, Suite 1500 Denver, CO 80202
Ira Brind	Director		1830 Rittenhouse Square Apt. 14A Philadelphia, PA 19103	1926 Arch Street Philadelphia, PA 19103-1444
H. Stephen Cookston	Director		3411 Mandeville Canyon Rd. Brentwood, CA 90049	3411 Mandeville Canyon Rd. Brentwood, CA 90049
Andrew D. Freed	Director		235 Ridgeview Drive Collegeville, PA 19426	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Charles A. Hamilton	Director		6065 Shaker Bay Avenue Mill Valley, CA 94941	200 West 7 <sup>th</sup> Avenue Collegeville, PA 19426
Mark M. King	Director		28127 Meadowlark Drive Golden, CO 80401	1515 Arapahoe Street, Suite 1500 Denver, CO 80202



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Name	Title	Residence Address	Business Address
Steven D. Neumann TALLAHASSEE, FLORIDA	01 FEB 27 1991 Director	1050 Cherokee Street, #409 Denver, CO 80204	1515 Arapahoe Street, Suite 1500 Denver, CO 80202
David B. Pinkerton	Director	30 Canfield Road Morristown, NJ 07960	175 Water Street 26th Floor New York, NY 10038
Eric M. Pollock	Director	1034 South Williams Denver, CO 80209	5000 Independence Street Arvada, CO 80002
Bruce L. Rogers	Director	4311 Witter Gulch Road Evergreen, CO 80439	1515 Arapahoe Street, Suite 1500 Denver, CO 80202
T. Quinn Spitzer, Jr.	Director	136 Briarwood Drive Holland, PA 18966	2490 Pennington Road, Suite 4 Pennington, NJ 08534

**STATE OF MARYLAND**  
**Department of Assessments and Taxation**

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT UTI CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS FEBRUARY 26, 2001.

*Paul B. Anderson*

Paul B. Anderson  
Charter Division

