

CORPORATE
ACCESS,
INC.

FOI000001249

230 East 6th Avenue Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 2/5/01 11:00

FILED
01 FEB -5 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFIED COPY

SUS QS

PHOTO COPY

FILING Foreign Qual

1.) Vicor Technologies, Inc.
(CORPORATE NAME & DOCUMENT #)

600003632806

2.) _____
(CORPORATE NAME & DOCUMENT #)

~~600003632806~~

-02/05/01-01037-011

*****87.50 *****87.50

3.) _____
(CORPORATE NAME & DOCUMENT #)

(6)

4.) _____
(CORPORATE NAME & DOCUMENT #)

W01 000002667

5.) _____
(CORPORATE NAME & DOCUMENT #)

RECEIVED
01 FEB -5 AM 9:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

me 3/5

"When you need ACCESS to the world"

CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 5, 2001

CORPORATE ACCESS

TALLAHASSEE, FL

SUBJECT: VICOR TECHNOLOGIES, INC.
Ref. Number: W01000002667

COPIED
3
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB-5 PM 1:38
FILED

We have received your document for VICOR TECHNOLOGIES, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$87.50 payment.

A corporation cannot be its own registered agent. May we change the R.A. to JEFFREY L. GREENBERG, P.A.?

ALSO, please note that your application states that this corporation has been transacting business in Florida since November 1, 2000. If that is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 301A00006936

yes
Affidavit attached

AFFIDAVIT

STATE OF FLORIDA

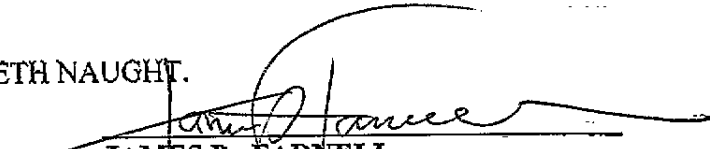
COUNTY OF PALM BEACH

FILED
01 FEB -5 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned Notary Public, authorized to take acknowledgments in the aforesaid County and State, did personally appear **JAMES P. FARNELL**, Secretary/Treasurer of **VICOR TECHNOLOGIES, INC.**, a Delaware corporaiton, and duly sworn upon his oath, deposes and says:

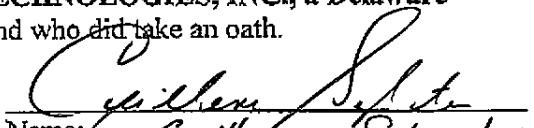
1. Affiant has personal knowledge of the facts set forth herein.
2. Affiant is the Secretary/Treasurer of Vicor Technologies, Inc, a Delaware corporation, who make application for qualification to transact business in the State of Florida.
3. That there was a clerical error in the typing of the date Vicor Technologies, Inc. first began doing business in the State of Florida.
4. That the correct date Vicor Technologies, Inc. began doing business in the State of Florida should read January 2, 2001.

FURTHER, AFFIANT SAYETH NAUGHT.


JAMES P. FARNELL,
 Secretary/Treasurer, Vicor Technologies, Inc.

SWORN TO and SUBSCRIBED before me this 5th day of February, 2001, by **JAMES P. FARNELL**, Secretary/Treasurer of **VICOR TECHNOLOGIES, INC.**, a Delaware Corporation, and who is personally known to me, and who did take an oath.

(Notarial Seal)


 Name: Cyrrillene Sylvester
 Notary Public - State of Florida
 Commission No.: CC989656
 Commission Expires: 12/21/2004

CYRILLENE P SYLVESTER
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION # CC989656
 EXPIRES 12/21/2004
 BONDED THRU 1-888-NOTARY1

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

FILED
01 FEB -5 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 1. VICOR 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. Delaware (State or country under the law of which it is incorporated)
3. 65-1032053 (FEI number, if applicable)
4. August 4, 2000 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. November 1, 2000 (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2300 Corporate Boulevard, Northwest, Suite 123, Boca Raton, Fl. 33431 (Principal office address)
2300 Corporate Boulevard, Northwest, Suite 123, Boca Raton, FL 33431 (Current mailing address)
8. To engage in any lawful purpose or purposes under Florida Statute 607. (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: Jeffrey L. Greenberg, P.A.
Office Address: 4800 North Federal Highway, Suite 304-D
Boca Raton, Florida 33431
(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.

(Registered agent's signature) Jeffrey L. Greenberg

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____ N/A
Address: _____ N/A
_____ N/A

Director: James E. Skinner, M.D.
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

FILED
01 FEB -5 PM 1:38
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Director: D. Scott Linthicum
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

Director: James P. Farnell
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

B. OFFICERS

President: James E. Skinner, M.D.
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

Vice President: D. Scott Linthicum
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

Secretary: James P. Farnell
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

Treasurer: James P. Farnell
Address: 2300 Corporate Boulevard, Northwest, Suite 123
Boca Raton, Florida 33431

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. James P. Farnell, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VICOR TECHNOLOGIES, 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 NINETEENTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VICOR TECHNOLOGIES, INC." WAS INCORPORATED ON THE FOURTH DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
FEB -5 PM 1:38
SECRETARY OF STATE
DELAWARE



Harriet Smith Windsor
Secretary of State

3270228 8300

010031179

AUTHENTICATION: 0924819

DATE: 01-19-01