



F020000001302

ACCOUNT NO. : 072100000032

REFERENCE : 432111 7326618

AUTHORIZATION :

Patricia Pigeto

COST LIMIT : \$ 70.00

FILED
02 MAR 15 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 5, 2002

ORDER TIME : 9:28 AM

ORDER NO. : 432111-020

CUSTOMER NO: 7326618

CUSTOMER: Mr. Bill Moran
Cadx Medical Systems Inc.
275 Armand Frappier Laval
Canada
Quebec, H7V 4A7

600005110086--9

FOREIGN FILINGS

NAME: CADX SYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

(Handwritten mark)

BK

RECEIVED
02 MAR 15 AM 10:26
BUREAU OF CONSUMPTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

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
MAR 15 PM 12:30
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

1. CADx Systems, 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. 04-03541570

(FEI number, if applicable)

4. December 15, 2000

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(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.)

c/o James Corbett, 30 Bearfoot Road

7. Northborough, MA 01532-1514

(Principal office address)

275 Armand-Frappier Blvd., Laval, Quebec, CN H7V 4A7

(Current mailing address)

Sale of medical diagnostic equipment to detect breast cancer.

8. _____

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

By: _____

(Registered agent's signature)

Louise B. Smith, Assistant Vice President

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

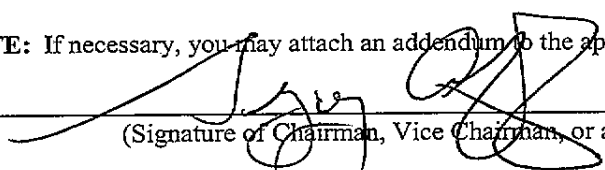
Secretary: _____

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. Gregory Arnsdorff, President _____
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

OFFICERS RIDER

FL-Application by Foreign Corporation for Authorization

CADx Systems, Inc.

List of Officers

Name: Gregory Arnsdorff **Title:** President
Bus. Addr.: 275 Armand-Frappier, Laval, Quebec, CN H7V 4A7

Name: James Corbett **Title:** Vice President
Bus. Addr.: 30 Bearfoot road, Northborough, MA 01532-1514

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TALLAHASSEE, FLORIDA

Delaware

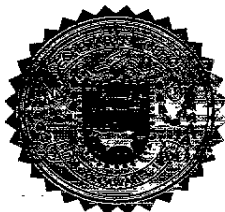
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CADX SYSTEMS, 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 FOURTEENTH DAY OF MARCH, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CADX SYSTEMS, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2000.

FILED
02 MAR 15 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3331465 8300

AUTHENTICATION: 1666156

020170742

DATE: 03-14-02