

MERRA,  
KANAKIS,

**F02000002005**

CREME &  
MELLOR, P.C.

ATTORNEYS AT LAW

Michael F. Merra

Mark D. Kanakis

Paul D. Creme

Patricia K. Mellor

VIA UPS NEXT DAY AIR

April 17, 2002

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

Re: VeriChip Corporation

Dear Sir or Madam:

Enclosed please find the following items for filing with your office on behalf of VeriChip Corporation:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Certificate of Existence issued by the Secretary of State of the State of Delaware; and
3. Check in the amount of Seventy Dollars (\$70.00) for the registration fee.

If you have any questions, please do not hesitate to contact me.

Thank you.

Very truly yours,

*Daragh O'Brien*

Daragh O'Brien, Paralegal

/dmo

Enclosures

14353 FL DOS - Foreign Qualification

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2002 APR 18 AM 10:52

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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-04/23/02--01021--001  
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Main

Street

Nashua

New

Hampshire

03060

603-886-5055

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J. BRYAN APR 23 2002

## TRANSMITTAL LETTER

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2002 APR 18 AM 10:52  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

TO: Registration Section  
Division of Corporations

SUBJECT: VeriChip 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:

Daragh O'Brien

(Name of Person)

Merra, Kanakis, Creme & Mellor, P.C.

(Firm/Company)

60 Main St.

(Address)

Nashua, NH 03060

(City/State and Zip code)

For further information concerning this matter, please call:

Daragh O'Brien

(Name of Person)

at ( 603 ) 886-5055

(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

**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. VeriChip 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 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. 06-1637809

(FEI number, if applicable)

4. November 29, 2001

(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.)

7. 400 Royal Palm Way, Suite 410, Palm Beach, FL 33480

(Principal office address)

c/o 400 Royal Palm Way, Suite 410, Palm Beach, FL 33480

(Current mailing address)

8. implantable electronic devises

(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: Jerome C. Artigliere

Office Address: 218 Royal Palm Way, Suite 201

Palm Beach

(City)

, Florida 33480

(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)

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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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Richard J. Sullivan

Address: 400 Royal Palm Way, Suite 410

Palm Beach, FL 33480

Vice Chairman: Scott Silverman

Address: 400 Royal Palm Way, Suite 410

Palm Beach, FL 33480

Director: Jerome C. Artigliere

Address: 218 Royal Palm Way, Suite 201

Palm Beach, FL 33480

Director: Keith Bolton

Address: 400 Royal Palm Way, Suite 410

Palm Beach, FL 33480

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached

Address:

Vice President:

Address:

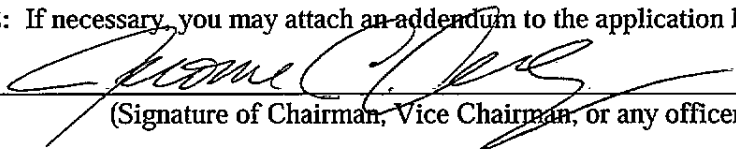
Secretary:

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. Jerome C. Artigliere, Vice President

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

**12. B. OFFICERS:**

President: Scott Silverman  
400 Royal Palm Way  
Suite 410  
Palm Beach, FL 33480

Vice President: Keith Bolton  
400 Royal Palm Way  
Suite 410  
Palm Beach, FL 33480

Vice President: Jerome C. Artigliere  
218 Royal Palm Way  
Suite 201  
Palm Beach, FL 33480

Secretary: Jerome C. Artigliere  
218 Royal Palm Way  
Suite 201  
Palm Beach, FL 33480

Treasurer: Jerome C. Artigliere  
218 Royal Palm Way  
Suite 201  
Palm Beach, FL 33480

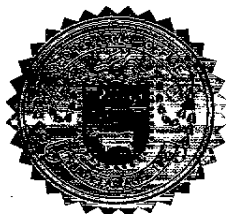
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TALLAHASSEE, FLORIDA

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VERICHIP CORPORATION" 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 ELEVENTH DAY OF APRIL, A.D. 2002.



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

3414073 8300

AUTHENTICATION: 1714953

020213901

DATE: 04-11-02