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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FOREIGN PROFIT QUALIFICATION

PharmaLogic Montreal Holdings, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

APPROVED
AND
FILED
03 AUG 27 PM 3:10
RECEIVED
03 AUG 27 PM 1:50
DIVISION OF CORPORATION

8-27-03

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. PharmaLogic Montreal Holdings, 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 3. 32-0089317
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 17, 2003 5. Perpetual
(Date of incorporation) (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. One South Ocean Blvd., Suite 206, Boca Raton, Florida 33432
(Principal office address)
- same
(Current mailing address)
8. Holding company
(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
(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.

C T Corporation System

By: Quam Davis

(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: _____

Address: _____

Vice Chairman: _____

Address: _____
_____Director: see attached _____Address: _____

Director: _____

Address: _____
_____**B. OFFICERS**President: see attached _____Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____
_____03 AUG 27 PM 3:10
SECRETARY OF STATE
MAIL ROOMS
FBI/DOJAID
FILED**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. Howard Chatoif, President
(Typed or printed name and capacity of person signing application)

Name	Title	Address
Jules Chatoff	Chief Executive Officer and Director	One South Ocean Blvd., Suite 206, Boca Raton, FL 33432
Howard Chatoff	President, Secretary and Director	One South Ocean Blvd., Suite 206, Boca Raton, FL 33432
William Chatoff	Vice President and Director	One South Ocean Blvd., Suite 206, Boca Raton, FL 33432

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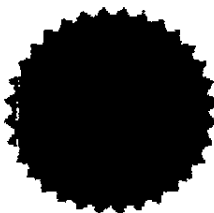
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03 AUG 27 PM 3:10
SECRETARY OF STATE
WASHINGTON, D.C. 20520-1000

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PHARMALOGIC MONTREAL HOLDINGS, 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 TWENTY-SIXTH DAY OF AUGUST, A.D. 2003.

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



3682700 8300

020554348

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2601191

DATE: 08-26-03