

OCT-06-2003 MON 10:15 AM EDWARDS & ANGELL
Division of Corporations

AX NO 561 833 700 01

F03000004966

Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000290725 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : EDWARDS & ANGELL
Account Number : 075410001517
Phone : (561) 833-7700
Fax Number : (561) 655-8719

FOREIGN PROFIT QUALIFICATION

PDSHeart, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

DIVISION OF CORPORATIONS

03 OCT -6 AM 11:16

RECEIVED

Electronic Filing Menu

Corporate Filing

Public Access Help

CLERK OF COURT
JAIL ANASSTEE, FLORIDA

03 OCT -6 AM 11:19

FILED

JB
10-6-03

(((H03000290725 3)))

**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. PDSHeart, 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. 20-0273050

(FBI number, if applicable)

4. October 1, 2003

(Date of incorporation)

5. Perpetual

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

6. Upon filing.

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

7. 1801 Centrepark Drive East, #110, West Palm Beach FL 33401

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized.

(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: Angell Corporate Services, Inc.

Office Address: One North Clematis St., #400

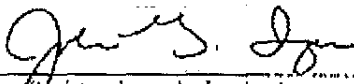
West Palm Beach Florida 33401

(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.

ANGELL CORPORATE SERVICES, INC.


(Registered agent's signature)
John G. Igoc, 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.

(((H03000290725 3)))

(((H03000290725 3)))

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: Address:

Director: Sean G. HeynigerAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401Director: J. Greig McCullyAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401Director: Peter J. CallahanAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401Director: Patrick KellyAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401

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

President: Sean G. HeynigerAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401Vice President: J. Greig McCullyAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401Secretary: David HruhaAddress: 1801 Centrepark Drive East, #110, West Palm Beach, FL 33401

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. Sean G. Heyniger, President

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

(((H03000290725 3)))

((H03000290725 3)))

Delaware

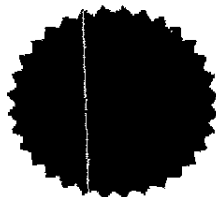
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PDSHEART, 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 FIRST DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PDSHEART, INC." WAS INCORPORATED ON THE FIRST DAY OF OCTOBER, A.D. 2003.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3710885 8300

AUTHENTICATION: 2666717

030633741

DATE: 10-01-03

((H03000290725 3)))