



Division of Corporations

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F03000006283

Florida Department of State
Division of Corporations
Public Access System

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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

*Attn: Brenda Tadlock
410-1015*

03 DEC 18 PM 3:16

SECRETARY OF STATE
DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

Endocardial Solutions, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$4,670.00

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12/18*



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 9, 2003

CT CORPORATION SYSTEM

SUBJECT: ENDOCARDIAL SOLUTIONS, INC.
REF: W03000029236

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that ENDOCARDIAL SOLUTIONS, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1998, as the initial date of transacting business in the State of Florida.

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 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 \$5,750.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: R03000293652
Letter Number: 403A00055372

DEC-18-2003 10:51



ENDOCARDIAL
SOLUTIONS

1350 Energy Lane
Suite 110
Saint Paul, MN 56108-5254

Telephone: 651-623-6900
Facsimile: 651-644-7897
Email: info@endocardial.com

December 18, 2003

Attn: Supervisor
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Endocardial Solutions, Inc.
W03000029236

This letter is to confirm that Endocardial Solutions, Inc., a Delaware corporation,
first started transacting business in the state of Florida in July 1999.

Sincerely,

J. Robert Paulson, Jr.
Vice President and CFO
Endocardial Solutions, Inc.

**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. Endocardial Solutions Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 41-1724963
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/27/1995 5. _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 1999
(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. 1350 Energy Lane, Suite 110, St. Paul, MN 55108
(Principal office address)

Same as principal office address
(Current mailing address)

8. See attached description - (Attachment A)
(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: CT Corporation System

Office Address: 1209 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.

Andrea M. Hlyng
(Registered agent's signature)

Andrea M. Hlyng
Assistant Secretary

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 DEC 18 PM 3:16

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

A. DIRECTORS

Chairman: See Attachment B

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attachment B

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 Director or Officer listed in number 12 of the application)

14. J. Robert Paulson, Jr. - Chief Financial Officer, Vice President
(Typed or printed name and capacity of person signing application)

Attachment A

Below is a brief description of the company and the activities our employee will be performing for us in Florida.

Company Information

Based in St. Paul, Minnesota, Endocardial Solutions (www.endocardial.com) develops, manufactures and markets the EnSite System, which is used for the diagnostic mapping of arrhythmias (abnormally rapid heartbeats caused by irregular electrical activity in the heart) with a three-dimensional graphical display of the heart's electrical activity, and the navigation and localization of conventional diagnostic or therapeutic catheters used during electrophysiology procedures.

Territory Manager – one current employee

Is responsible for ensuring territory sales expectations are met while increasing orders of current customers and establishing new accounts; establishing and maintaining strong relationships with the accounts; ensuring credit policies are adhered to; and maintaining an in-depth knowledge of our product lines, competitive product lines, customer needs and the Electrophysiology (EP) market place; and ensuring expenses are kept within expectations.

Field Clinical Engineer – three current employees

Is responsible for supporting the EnSite 3000™ System sales and marketing process, by providing expert clinical consultation, teaching and support on the use of the EnSite System and its appropriate application in the clinical setting. The FCE as part of the sales and marketing process is responsible for insuring all new accounts are established in accordance with ESI's educational and in-service specific objectives and that ongoing product utilization is encouraged when necessary or requested through in-lab support and consultation with the EP and other lab support personnel.

Director	Title	Address
James Bullock	Chairman of The Board	Endocardial Solutions, Inc. 1350 Energy Lane, Suite 110, St. Paul, MN 55108
Graydon Beatty	Secretary	Endocardial Solutions, Inc., 1350 Energy Lane, Suite 110, St. Paul, MN 55108
Richard Nigon	Chairman, Audit Committee	Miller Johnson Steichen Kinnard, 920 Second Avenue South, Mpls, MN 55402
Mark Wagner	Member, Compensation Committee	ProVation Medical, 800 Washington Ave No., Suite 400, Minneapolis, MN 55401
Robert Hauser, M.D.	Member, Audit Committee	Minneapolis Cardiology Associates, 920 East 28 th St., Suite 300, Mpls, MN 55407
Richard Randall	Chairman, Compensation Committee	Trans1, Inc., 1800 Sir Tyler Drive, Suite 101, Wilmington, NC 28405
J.P. Peltier	Board Member	Home Services of America, Inc., 6800 France Ave So., Suite 600, Edina, MN 55431

Corporate Officer	Title	Home Address
James Bullock	President/CEO	9415 Olympia Drive, Eden Prairie, MN 55417
Richard Ornlanowicz	VP Manufacturing	199 Wild Ridge Rd., Mahomet, MN 55115
J. Robert Paulson	CFO	1045 Settlers Road, Medina, MN 55340
Frank Callaghan	VP R&D	10712 Sanctuary Dr. N.E., Blaine, MN 55449
Graydon Beatty	Chief Technical Officer	1170 Cushing Circle #121, St. Paul, MN 55108
Patrick Welington	VP of North America Sales	3313 St. Paul Avenue, Minneapolis, MN 55416

Delaware

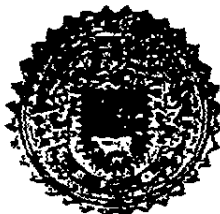
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENDOCARDIAL SOLUTIONS, 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 THIRTIETH DAY OF SEPTEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2472632 8300

030627933

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2652365

DATE: 09-30-03