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(City/State/Zip/Phone #)

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05 JAN 27 PM 5:12
CLERK
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Coapt Systems, Inc.
(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:

TAX Dept.
(Name of Person)

The Outsource Group
(Firm/Company)

1646 N. California Blvd #210
(Address)

WALNUT CREEK, CA 94596
(City/State and Zip code)

For further information concerning this matter, please call:

MARTHA MORVEC at (650) 461-7631
(Name of Person) (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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 2, 2004

TAX DEPT.
THE OUTSOURCE GROUP
1646 N. CALIFORNIA BLVD., #210
WALNUT CREEK, CA 94596

SUBJECT: COAPT SYSTEMS, INC.
Ref. Number: W04000043955

We have received your document for COAPT SYSTEMS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 904A00067668

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. Coapt Systems, 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. 94-3361857
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04-27-2000 5. _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 1820 Embarcadero Rd. Palo Alto CA 94303
(Principal office address)
- The Outsource Group, 1646 N. Cal. Avenue #210, Walnut Creek, CA 94596
(Current mailing address)
8. Sale of medical devices
(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 NOT acceptable)
Name: CT 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.

Donald H. Boalby
(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.

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

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JAN 27 PM 5:12
TALLAHASSEE FLORIDA

A. DIRECTORS

Chairman: Guy Nohra

Address: 1820 Embarcadero Rd.

Palo Alto CA 94303

Director Brent AHRENS

Vice Chairman: 1820 Embarcadero Rd

Palo Alto CA 94303

Director: Lowell Sears

Address: 1820 Embarcadero Rd

Palo Alto CA 94303

Director: DAN Jacobs

Address: 1820 Embarcadero Rd

Palo Alto CA 94303

B. OFFICERS

President: Ken Anstey

Address: 1820 Embarcadero Rd.

Palo Alto CA 94303

Vice President: +CFO Thomas J. KANAR

Address: 1820 Embarcadero Rd.

Palo Alto CA 94303

Secretary: CASEY McGlynn

Address: 1820 Embarcadero Rd.

Palo Alto CA 94303

Treasurer: N/A

Address: —

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. Thomas J. KANAR, CFO
(Typed or printed name and capacity of person signing application)

Delaware

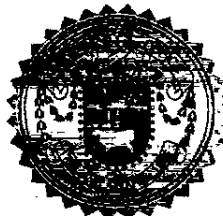
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COAPT 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 TWENTIETH DAY OF JANUARY, A.D. 2005.

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

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3219514 8300

AUTHENTICATION: 3629594

050049013

DATE: 01-20-05