

02/23/2005

11:21

CCRS

2050383

NO. 285

D01

F0500000 1151

Florida Department of State
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.

(((H05000044910 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

* File 1st *

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

0173.3510

FOREIGN PROFIT QUALIFICATION

Nobel Biocare Holding USA, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$1,220.00

2005 FEB 23 AM 9:42
 STATE
 TALLAHASSEE, FLORIDA

FILED

+125.00
per
Gretchen

Electronic Filing Manual

Corporate Filing

Public Access Help

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Nobel Biocare Holding USA, 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

(State or country under the law of which it is incorporated)

3.

54-2154699

(FBI number, if applicable)

4. 6/24/2004

(Date of incorporation)

5. Perpetual

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

6. 08-02-04

(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. 22715 Savi Ranch Parkway, Yorba Linda, CA 92887

(Principal office address)

22715 Savi Ranch Parkway, Yorba Linda, CA 92887

(Current mailing address)

8. None

(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston

(City)

Florida 33331

(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.

NRAI Services, Inc.

By:

Paul J. Hagan

(Registered agent's signature)

Paul J. Hagan, 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.

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

SECRET
FILED
2005 FEB 23 AM 9:42

FILED

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____
_____Director: Heliane CanepaAddress: Balsberg, Balz Zimmermann-Strasse 7
8152 GlattbruggDirector: Dr. Thomas F. BogiAddress: Balsberg, Balz Zimmermann-Strasse 7
8152 Glattbrugg**B. OFFICERS**President: Kevin MosherAddress: 22715 Savi Ranch ParkwayYorba Linda, CA 92887Vice President: Jacqueline CollinsAddress: 22715 Savi Ranch Parkway, Yorba Linda, CA 92887Yorba Linda, CA 92887Secretary: Jacqueline CollinsAddress: 22715 Savi Ranch Parkway, Yorba Linda, CA 92887Treasurer: Lewis YeeAddress: 22715 Savi Ranch Parkway, Yorba Linda, CA 92887

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. Jacqueline Collins, Vice President and Corporate Secretary

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

2005 FEB 23 AM 9:42
S. COLLINS
TELEPHONE
ASSEMBLY
LINDA

FILED

Delaware

PAGE 1

The First State

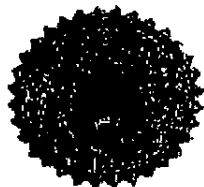
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOBEL BIOCARE HOLDING USA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NOBEL BIOCARE HOLDING USA, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF JUNE, A.D. 2004.

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

3821167 8300

050050526



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3630619

DATE: 01-20-05