

F05000006821

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



000060322210

11/18/05--01006--013 **5865.00

10/10/05--01051--003 **70.00

11/23/05 11:23 PM 4:02

Updated Office Use Only

Updated

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Updated

PF/AR.5 - \$5865.00
EE \$17

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Orthopedic 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.

Maxima H. Sitchon-Cordero
(Name of Person)

Orthopedic Systems, Inc.
(Firm/Company)

30031 Ahern Ave.,
(Address)

Union City, CA 94587
(City/State and Zip code)

For further information concerning this matter, please call:

Maxima H. Sitchon-Cordero at (510) 476-8181
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

FILED
2005 NOV 23 P 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 11, 2005

MAXIMA H. SITCHON-CORDERO
ORTHOPEDIC SYSTEMS, INC.
30031 AHERN AVE
UNION CITY, CA 94587

SUBJECT: ORTHOPEDIC SYSTEMS, INC.
Ref. Number: W05000046793

We have received your document for ORTHOPEDIC 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:

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/uniform business 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 \$10,365.00.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 405A00061951



OSI

ORTHOPEDIC SYSTEMS, INC.
30031 Ahern Avenue, Union City, CA 94587-1234
(510) 429-1500 Fax (510) 429-8500

Diane Cushing, Document Specialist
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Reference No: W05000046793

Dear Ms. Diane,

Orthopedic Systems, Inc. was in receipt of your letter dated October 11, 2005 regarding section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, Secretary of State's office collects a civil penalty of \$1,000 each year this entity transacted business in Florida prior to qualification.

Based on our company records, Orthopedic Systems, Inc. through our accounting agency filed a Voluntary Disclosures on November 8, 2001 for our Corporate Income/Intangible Tax. Our company was not directed to register with the secretary of state as part of the VDA. Our company was not aware of the application and so failed to file but that failure was not due to fraud, willful neglect, but rather the lack of experience to determine proper reporting requirements. When I received the notice, I initiated steps to address the issue to all states requiring applications.

This letter is to get a relief from the penalties that your office imposed to our company in the amount of \$10,365.00

I am attaching a copy the Voluntary Disclosure from the State of Florida Department of Revenue for your consideration.

Sincerely,

Maxima H. Sitchon-Cordero
Maxima H. Sitchon-Cordero
Orthopedic Systems, Inc.
Accounting Manager



General Tax Administration
Child Support Enforcement
Property Tax Administration
Administrative Services
Information Services

November 6, 2001

Lynn Bonicelli
Mohler, Nixon & Williams
635 Campbell Technology Parkway
Suite 100
Campbell, California 95008-5088

Re: Voluntary Disclosure - DTA# 20011114
Corporate Income/Intangible Tax

Dear Ms. Boncelli:

As per our telephone conversation of Friday, November 2, 2001, your client is granted an additional thirty (30) days to comply with the Corporate Income and Intangible tax instructions stated in the Department's letter dated October 8, 2001. This additional thirty-day period will commence on November 8, 2001, which is the end of the original compliance period, and terminate on December 8, 2001. All required documentation must be postmarked by that date. Please reiterate to your client the importance of fulfilling the voluntary compliance requirements within the extended period.

In reviewing the original instruction letter of October 8, 2001, I discovered that I had given you an incorrect DTA number. The correct number is provided above and I apologize for the error. Please use this correct and permanent number for all future correspondence in regard to this matter.

Again, the Department appreciates your efforts in assisting your client to comply with the tax laws of this State. If you have additional questions regarding this matter, please contact me on my direct line listed below.

Sincerely,

Charles J. Dunning
Senior Tax Specialist
Technical Assistance and Dispute Resolution
Office of the General Counsel
Post Office Box 7443
Tallahassee, Florida 32314-7443
(850) 922-4843

Tallahassee, Florida 32399-0100



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 3, 2005

MAXIMA H. SITCHON-CORDERO
ORTHOPEDIC SYSTEMS, INC.
30031 AHERN AVE
UNION CITY, CA 94587

ENTERED NOV - 9 2005

285855

SUBJECT: ORTHOPEDIC SYSTEMS, INC.
Ref. Number: W05000046793

We have received your document for ORTHOPEDIC 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:

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$5865.00.

The total amount due is \$5935.00.

There is a balance due of \$5865.00.

*ok to pay
not collected
0-7820*

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 305A00066086

Pls. include on this week's check run.

*Tx...
mpe 11/9/05*

PAID NOV 13 2005

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

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

2. Delaware 3. 94-2405390
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/12/92 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/01/96
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 30031 Ahern Ave, Union City, CA 94587
(Principal office address)

same
(Current mailing address)

8. To sell and service surgical tables and instruments
(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)

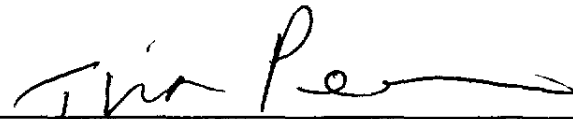
Name: CT Corporation System

Office Address: 1200 S. 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.


(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.

FILED
2005 NOV 23 P 4:02
TALLAHASSEE, FL
SECRETARY OF STATE

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

A. DIRECTORS

Chairman: Takashi Nemoto

Address: 30-13 Hongo 3-Chome

Bunkyo-ku, Tokyo 113, Japan

Vice Chairman: _____

Address: _____

Director: Tohru Nemoto

Address: 30-13 Hongo 3-Chome

Bunkyo-ku, Tokyo 113, Japan

Director: Tatsuya Nemoto

Address: 30-13 Hongo 3-Chome

Bunkyo-ku, Tokyo 113, Japan

B. OFFICERS

President: Tatsuya Nemoto

Address: 30-13 Hongo 3-Chome

Bunkyo-ku, Tokyo 113, Japan

COO
Vice President: Steve Lamb

Address: 30031 Ahern Ave.

Union City, CA 94587

Secretary: Atsushi Andrew Takagaki

Address: 30031 Ahern Ave, Union City, CA 94587

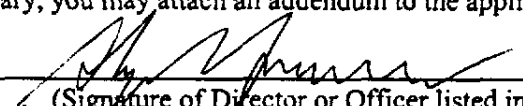
FILED
2005 NOV 23 P 4 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CFO
Treasurer: Shigeru Yamamura

Address: 30031 Ahern Ave., Union City, CA 94587

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

Delaware

PAGE 1

The First State

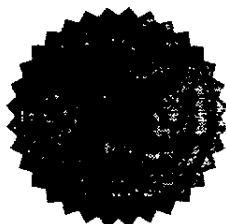
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORTHOPEDIC SYSTEMS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2005.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ORTHOPEDIC SYSTEMS, INC." WAS INCORPORATED ON THE TWELFTH DAY OF NOVEMBER, A.D. 1992.

FILED
2005 NOV 23 P 4:02
SECRETARY OF STATE
TALLMAGE BUILDING



2315638 8300

050795709

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4190029

DATE: 09-28-05