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FOREIGN PROFIT/NONPROFIT CORPORATION

Digital Angel Corporation

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Help

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. Digital Angel Corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ino.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 52-1233960
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 1, 1981 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(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. 490 Villavue Avenue, South St. Paul, MN 55075
(Principal office address)
490 Villavue Avenue, South St. Paul, MN 55075
(Current mailing address)
8. General corporate administration
(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: 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.
CT Corporation System
By: Barbara A. Burke BARBARA A. BURKE
(Registered agent's signature) SPECIAL 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:

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A. DIRECTORS

See attached addendum

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. James G. Naro
(Signature of Director or Officer listed in number 12 of the application)

14. James G. Naro, VP and Secretary
(Typed or printed name and capacity of person signing application)

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Digital Angel Corporation
DIRECTORS

Chairman: Scott R. Silverman
Applied Digital Solutions, Inc.
1690 South Congress, Suite 200
Delray Beach, FL 33445

Director: Kevin N. McGrath
Digital Angel Corporation
1690 South Congress, Suite 201
Delray Beach, FL 33445

Director: John R. Block
Olsson, Frank and Weeden PC
1400 Sixteenth Street NW
Washington, DA 20036

Director: Barry M. Edelstein
ScentSational Technologies
1100 Green Valley Road
Bryn Mawr, PA 19010

Director: Dr. Howard Weintraub
Seven Landfall Lane
Princeton, NJ 08540

Director: Michael S. Zariello
Rural/Metro Corporation
8401 East Indian School Road
Scottsdale, AZ 85251

Officers

President and CEO: Kevin N. McGrath
Digital Angel Corporation
1690 South Congress, Suite 201
Delray Beach, FL 33445

Sr. VP, CFO: James P. Santelli
Digital Angel Corporation
490 Villahme Avenue
South St. Paul, MN 55075

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Jan. 17, 2006 1:46PM DIGITAL ANGEL

No. 0036 P. 6

VP, General Counsel
And Secretary

James G. Naro
Digital Angel Corporation
1690 South Congress, Suite 201
Delray Beach, FL 33445

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Delaware

PAGE 1

The First State

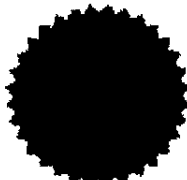
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIGITAL ANGEL CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JANUARY, A.D. 2006.

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 "DIGITAL ANGEL CORPORATION" WAS INCORPORATED ON THE FIRST DAY OF DECEMBER, A.D. 1981.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0927269 8300

AUTHENTICATION: 4452487

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DATE: 01-17-06