

Division of Corporations

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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

## FOREIGN PROFIT/NONPROFIT CORPORATION

## AMPLATZER MEDICAL SALES CORPORATION

Certificate of Status	0
Certified Copy	0
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W05-48079

J. BRYAN MAR - 6 2006

# 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. AMPLATZER MEDICAL SALES CORPORATION  
(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. Minnesota 3. 37-1450639  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 26, 2002 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 1, 2003  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 682 Mendelssohn Ave. No., Golden Valley, MN 55427  
(Principal office address)

Same

(Current mailing address)

8. Medical Device Sales  
(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: C T 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 as 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.*

C T Corporation System

By:

Connie Bryan

**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

(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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**A. DIRECTORS**Chairman: Tommy G. ThompsonAddress: 1333 New Hampshire Avenue NW, Washington, D.C. 20036

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Franck GougeonAddress: 682 Mendelssohn Avenue, Golden Valley, MN 55427Director: Kurt Amplatz, M.D.Address: 682 Mendelssohn Avenue, Golden Valley, MN 55427**B. OFFICERS**President: Franck GougeonAddress: 682 Mendelssohn AvenueGolden Valley, MN 55427

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Peter V. Rother, Esq.Address: 682 Mendelssohn Avenue, Golden Valley, MN 55427

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. \_\_\_\_\_

Peter V. Rother

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

**Attachment to No. 12 A. DIRECTORS**

Director: Paul Queally  
Welsh Carson Anderson & Stowe  
320 Park Avenue  
Suite 2500  
New York, NY 10022

Director: Sean Traynor  
Welsh Carson Anderson & Stowe  
320 Park Avenue  
Suite 2500  
New York, NY 10022

Director: Darrell Tamosuinas  
430 Pheasant Ridge Road  
Wayzata, MN 55391

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State of Minnesota

## SECRETARY OF STATE

### Certificate of Good Standing

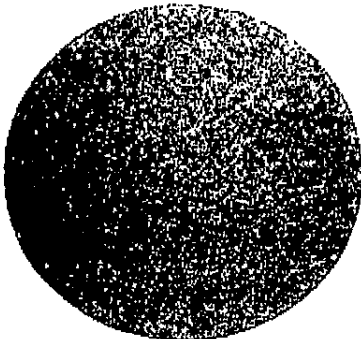
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Amplatzer Medical Sales Corporation

Date Formed: 11/26/2002

Chapter Governed By: 302A

This certificate has been issued on 03/02/06.



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*Mary Kiffmeyer*  
Secretary of State.