

F08000002874

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(Address)

(City/State/Zip/Phone #)

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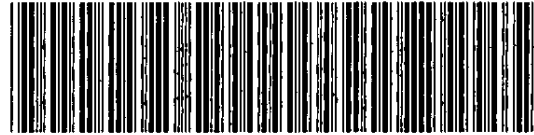
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 9, 2008

ROBERT FORDE
INSOUND MEDICAL, INC.
39660 EUREKA DRIVE
NEWARK, CA 94560

SUBJECT: INSOUND MEDICAL, INC.
Ref. Number: W08000027973

We have received your document for INSOUND MEDICAL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with 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) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 508A00035425

RECEIVED
2008 JUN 20 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: InSound Medical, 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:

Robert Forde

(Name of Person)

InSound Medical, Inc.

(Firm/Company)

39660 Eureka Drive

(Address)

Newark, CA 94560

(City/State and Zip code)

For further information concerning this matter, please call:

Robert Forde

(Name of Person)

at (510) 792-4000 x463

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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

**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. InSound Medical, 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. 94-3295625

(FEI number, if applicable)

4. January 8, 2002

(Date of incorporation)

5. Perpetual

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

6. 01/01/2008

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

7. 39660 Eureka Drive, Newark, CA 94560

(Principal office address)

39660 Eureka Drive, Newark, CA 94560

(Current mailing address)

8. Sales Staff Activities

(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:

NRAI Services, Inc.

Office Address:

2731 Executive Park Dr Ste 4

Weston

(City)

, Florida 33331

(Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 JUN 27 PM 2:21

FILED

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.

Janila Mahoney, Asst. Sec.

(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:

A. DIRECTORS

Chairman: Joe Mandato

Address: De Novo Ventures

400 Hamilton Avenue Ste 300, Palo Alto, CA 94301

Vice Chairman: N/A

Address: _____

Director: David Thrower

Address: InSound Medical, Inc.

39660 Eureka Drive, Newark, CA 94560

Director: Robert Schindler

Address: 3721 16th Street, San Francisco, CA 94114

B. OFFICERS

President: David Thrower

Address: InSound Medical, Inc.

39660 Eureka Drive, Newark, CA 94560

Vice President: N/A

Address: _____

Secretary: J. Casey McGlynn

Address: Wilson Sonsini Goodrich & Rosati, 650 Page Mill Road, Palo Alto, CA 94304

Treasurer: CFO, Dan Sacconi

Address: 39660 Eureka Drive, Newark, CA 94560

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. David Thrower, CEO

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



Board Members

	Board Member	Firm
1	Joe Mandato	De Novo Ventures 400 Hamilton Avenue, Ste 300 Palo Alto, CA 94301
2	David Thrower	InSound Medical, Inc. 39660 Eureka Drive Newark, CA 94560
3	Robert Schindler	3721 16th Street San Francisco, CA 94114
4	Rod Altman	CMEA Ventures One Embarcadero Center Suite 3250 San Francisco, CA 94111
5	Lisa Suennen	Psilos 21 Tamal Vista Blvd., Suite 194 Corte Madera, CA 94925
6	Adnan Shennib	4101-F Dublin Blvd. #111 Dublin, CA 94568
7	Archie Smith	Sightline Partners 50 South 6th Street, Suite 1390 Minneapolis, MN 55402
8	Roger Guidi	Johnson & Johnson 1010 Joaquin Road Mountain View, CA 94043
9	Eric Reuter	132 Johnson Avenue Los Gatos, CA 95030

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INSOUND MEDICAL, 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-NINTH DAY OF MAY, A.D. 2008.



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080570013

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6622963

DATE: 05-29-08