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Division of Corporations
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Phone : (850) 222-1092
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08 SEP -3 PM 4:25
DIVISION OF CORPORATION**FOREIGN PROFIT/NONPROFIT CORPORATION**

SafeStitch Medical, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
SECRETARY OF STATE
TALLAHASSEE, 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. SafeStitch Medical, Inc.

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

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

2. Delaware

3. 11-2962080

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

(FBI number, if applicable)

4. August 19, 1988

5. Perpetual

(Date of incorporation)

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

6. upon filing

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

7. 4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

(Principal office address)

4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

(Current mailing address)

8. Any lawful business

(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 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.

C T Corporation System

By:

Barbara A Burke

Barbara A. Burke
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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: June H. Heiso, PhD

Address: 4400 Biscayne Boulevard, Suite 1500, Miami, FL 33137

Vice Chairman: Jeffrey G. Spragens

Address: 4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

Director: Charles J. Filipi, MD

Address: 4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

Director: SEE ATTACHED ADDENDUM

Address: _____

B. OFFICERS

President: Jeffrey G. Spragens

Address: 4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

Vice President: _____

Address: _____

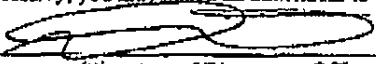
Secretary: Stewart B. Davis, MD

Address: 4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

Treasurer: Adam S. Jackson

Address: 4400 Biscayne Boulevard, Suite 670, Miami, FL 33137

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. Stewart B. Davis, Secretary
(Typed or printed name and capacity of person signing application)

SAFESTITCH MEDICAL, INC.
DIRECTOR AND OFFICER LISTING

NAME	POSITION	MAILING ADDRESS
Jane H. Hsiao, PhD	Chairman of the Board	4400 Biscayne Blvd. Suite 1500 Miami, FL 33137
Jeffrey G. Spragens	Director, President and CEO	4400 Biscayne Blvd. Suite 670 Miami, FL 33137
Charles J. Filipi, MD	Director and Medical Director	4400 Biscayne Blvd. Suite 670 Miami, FL 33137
Kenneth Heithoff, MD	Director	4400 Biscayne Blvd. Suite 670 Miami, FL 33137
Richard C. Pfenniger, Jr.	Director	4400 Biscayne Blvd. Suite 670 Miami, FL 33137
Steven D. Rubin	Director	4400 Biscayne Blvd. Suite 1500 Miami, FL 33137
Kevin Wayne	Director	4400 Biscayne Blvd. Suite 670 Miami, FL 33137
Stewart B. Davis, MD	Secretary and Chief Operating Officer	4400 Biscayne Blvd. Suite 670 Miami, FL 33137
Adam S. Jackson	Chief Financial Officer	4400 Biscayne Blvd. Suite 670 Miami, FL 33137

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAFESTITCH 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 THIRD DAY OF SEPTEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

2170033 8300

080922226

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6827589

DATE: 09-03-08