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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : INCORPORATING SERVICES FL
Account Number : I20050000052
Phone : (302) 531-0855
Fax Number : (866) 223-0765

DIVISION OF CORPORATIONS

08 OCT 31 AM 8:00

RECEIVED

FOREIGN PROFIT/NONPROFIT CORPORATION

nContact Surgical, Inc.

Certificate of Status	0
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Page Count	04
Estimated Charge	\$70.00

2008 OCT 31 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Help

J. Shivers
NOV 03 2008

**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. nContact Surgical, 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. _____

(FEI number, if applicable)

4. 7/15/2004

(Date of incorporation)

5. Perpetual

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

6. _____

1/30/08
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1001 Aviation Parkway, Suite 400, Morrisville, NC 27560

(Principal office address)

1001 Aviation Parkway, Suite 400, Morrisville, NC 27560

(Current mailing address)

8. Sale of surgical devices.

(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: Incorporating Services, Ltd.

Office Address: 1540 Glenway Drive

Tallahassee

(City)

Florida 32301

(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.

Melissa A. Murry
(Registered agent's signature)

Melissa A. Murry, 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.

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

A. DIRECTORS

Chairman: Please see attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see attached.

Address: _____

Vice President: _____

Address: _____

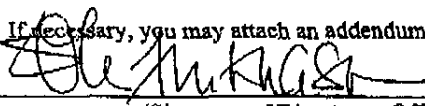
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. John P. Funkhouser, CEO and President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FL 32310

Attachment A

nContact Surgical, Inc. Board of Directors

- 1.) Dennis Dougherty
1001 Aviation Parkway
Suite 400
Morrisville, NC 27560
- 2.) William Earthman
1001 Aviation Parkway
Suite 400
Morrisville, NC 27560
- 3.) Michael Estes, PhD
1001 Aviation Parkway
Suite 400
Morrisville, NC 27560
- 4.) John Uhrin
1001 Aviation Parkway
Suite 400
Morrisville, NC 27560
- 5.) John Funkhouser
1001 Aviation Parkway
Suite 400
Morrisville, NC 27560

Officers

John P. Funkhouser, President and Chief Executive Officer

1001 Aviation Parkway

Suite 400

Morrisville, NC 27560

James Whayne, Vice President, Secretary and Treasurer

1001 Aviation Parkway

Suite 400

Morrisville, NC 27560

Sidney Fleischman, Vice President

1001 Aviation Parkway

Suite 400

Morrisville, NC 27560

Nathalie Greene, Vice President Finance

1001 Aviation Parkway

Suite 400

Morrisville, NC 27560

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NCONTACT SURGICAL, 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-THIRD DAY OF OCTOBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NCONTACT SURGICAL, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF JULY, A.D. 2004.

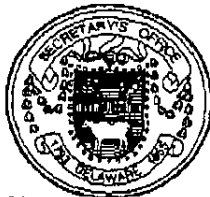
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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

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at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6928004

DATE: 10-23-08