

F09000002989

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000170375 3)))



H090001703753ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

RECEIVED
DEPARTMENT OF STATE
09 JUL 27 PM 12:59

FOREIGN PROFIT/NONPROFIT CORPORATION

Neuronetics, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$1,220.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 JUL 27 PM 12:56

Electronic Filing Menu

Corporate Filing Menu

Help

7/28/09

**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. Neuronetics, 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. 33-1051425

(FEI number, if applicable)

4. 07/03/2001

(Date of incorporation)

5. Perpetual

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

6. 10/07/2008

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

7. 31 General Warren Blvd., Malvern, PA 19355

(Principal office address)

same

(Current mailing address)

8. SEE ATTACHMENT

(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

MARGARET E. ROUTZAHN

Special Assistant Secretary

By: Margaret E. Routzahn

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2008 JUL 27 PM 12:56

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2009 JUL 27 PM 12:56

A. DIRECTORS *SEE ATTACHMENT*

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Bruce J Shook

Address: 31 General Warren Blvd.

Malvern, PA 19355

Director: Norman R Weldon

Address: 31 General Warren Blvd.

Malvern, PA 19355

B. OFFICERS *SEE ATTACHMENT*

President: Bruce J Shook

Address: 31 General Warren Blvd.

Malvern, PA 19355

Vice President: Mark R Bausinger

Address: 31 General Warren Blvd.

Malvern, PA 19355

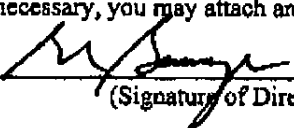
Secretary: Bruce J Shook

Address: 31 General Warren Blvd., Malvern, PA 19355

Treasurer: Mark R Bausinger

Address: 31 General Warren Blvd., Malvern, PA 19355

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. Mark R Bausinger, Vice President
(Typed or printed name and capacity of person signing application)

Attachment to Florida

Purpose Clause

Research, development and commercialization of medical devices to treat psychiatric and neurologic disorders

Officers & Directors

- | | | |
|---|-------------------|-------------------------|
| 1 | Full Name: | Mark A Demitrack MD |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Director's Title: | |
| | Business Address: | 31 General Warren Blvd. |
| | City: | Malvern |
| | State: | PA |
| | ZIP Code: | 19355 |
| 2 | Full Name: | Mark E Riehl |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Director's Title: | |
| | Business Address: | 31 General Warren Blvd. |
| | City: | Malvern |
| | State: | PA |
| | ZIP Code: | 19355 |
| 3 | Full Name: | Judy P Ways PhD |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Director's Title: | |
| | Business Address: | 31 General Warren Blvd. |
| | City: | Malvern |
| | State: | PA |
| | ZIP Code: | 19355 |
| 4 | Full Name: | Peter E Anastasiou |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Director's Title: | |
| | Business Address: | 31 General Warren Blvd. |
| | City: | Malvern |
| | State: | PA |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 JUL 27 PM 12:56

	ZIP Code:	19355
5	Full Name:	Stanford W Miller
	Officer/Director:	Officer
	Officer's Title:	Vice President
	Director's Title:	
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
6	Full Name:	James M Breidenstein
	Officer/Director:	Officer
	Officer's Title:	Vice President
	Director's Title:	
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
7	Full Name:	Daniel Sachs MD
	Officer/Director:	Director
	Officer's Title:	
	Director's Title:	Other Director
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
8	Full Name:	Leslie Bottorff
	Officer/Director:	Director
	Officer's Title:	
	Director's Title:	Other Director
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
9	Full Name:	Gilbert Kilman
	Officer/Director:	Director

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 2009 JUL 27 PM 12:56

	Officer's Title:	
	Director's Title:	Other Director
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
10	Full Name:	Wilfred Jaeger MD
	Officer/Director:	Director
	Officer's Title:	
	Director's Title:	Other Director
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
11	Full Name:	Michael Dale
	Officer/Director:	Director
	Officer's Title:	
	Director's Title:	Other Director
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355
12	Full Name:	Sherrill Neff
	Officer/Director:	Director
	Officer's Title:	
	Director's Title:	Other Director
	Business Address:	31 General Warren Blvd.
	City:	Malvern
	State:	PA
	ZIP Code:	19355

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 JUL 27 PM 12:56

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEURONETICS, 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 JULY, A.D. 2009.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 JUL 27 PM 12:56

3410743 8300

090722128

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7435623

DATE: 07-23-09