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Florida Department of State  
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**FOREIGN PROFIT/NONPROFIT CORPORATION  
CYORI THERAPEUTICS, INC.**

Certificate of Status	0
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September 21, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: CYORI THERAPEUTICS, INC.  
REF: W10000044197

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The FEI number listed in #3 of your form should be a nine digit number.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H10000207828  
Letter Number: 610A00022401

**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. CYTORT THERAPEUTICS, 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. 33-0827593

(FEI number, if applicable)

4. MAY 16, 1997

(Date of incorporation)

5. PERPETUAL

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

6. JUNE 21, 2010

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

7. 3020 CALLAN ROAD, SAN DIEGO, CA 92121

(Principal office address)

3020 CALLAN ROAD, SAN DIEGO, CA 92121

(Current mailing address)

8. SALE OF MEDICAL DEVICES & RELATED PRODUCTS & ACCESSORIES

(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: Corporation Service Company

Office Address: 1201 Hays Street

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.*

Corporation Service Company

By: Kimberly B. Moret

(Registered agent's signature)

**Kimberly B. Moret  
as its agent**

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: RONALD D. HENRIKSENAddress: 3020 CALLAN ROADSAN DIEGO, CA 92121Vice Chairman: CHRISTOPHER J. CALHOUNAddress: 3020 CALLAN ROADSAN DIEGO, CA 92121Director: MARK H. HEDRICKAddress: 3020 CALLAN ROADSAN DIEGO, CA 92121Director: PAUL W. HAWRANAddress: 3020 CALLAN ROADSAN DIEGO, CA 92121**B. OFFICERS**President: MARC HEDRICKAddress: 3020 CALLAN ROADSAN DIEGO, CA 92121Vice President: BRUCE REUTERAddress: 3020 CALLAN ROAD, SAN DIEGO, CA 92121Secretary: JONATHAN E. SONEFFAddress: 3020 CALLAN ROAD, SAN DIEGO, CA 92121Treasurer: MARK E. SAADAddress: 3020 CALLAN ROAD, SAN DIEGO, CA 92121**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. JONATHAN E. SONEFF, SECRETARY

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

# Delaware

*The First State*

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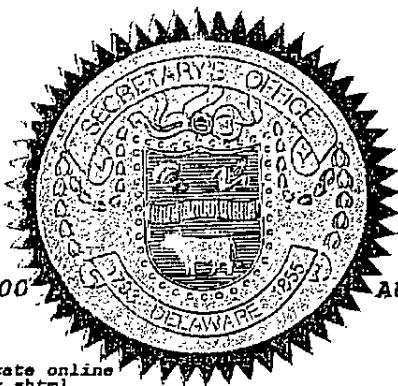
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TALLAHASSEE FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CYTORI THERAPEUTICS, 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 SIXTEENTH DAY OF AUGUST, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CYTORI THERAPEUTICS, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF MAY, A.D. 1997.

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.



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100833038

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8175164

DATE: 08-16-10