F15000001627

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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04/17/15

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallhassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 589829 7976868

AUTHORIZATION :

COST LIMIT : $ 70.00

ORDER DATE : April 15, 2015

ORDER TIME : 8:55 AM

ORDER NO. : 589829-060

CUSTOMER NO: 7976868

FOREIGN FILINGS

NAME: VAPOTHERM, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_______ CERTIFIED COPY
XX_____ PLAIN STAMPED COPY
_______ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia Cohen -- EXT# 62974

EXAMINER: ____________________

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. Vapotherm, 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. 46-2259298
(FEI number, if applicable)

4. 03/12/2013
(Date of incorporation)

5. Perpetual
(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. 22 Industrial Drive, Exeter, NH 03833
(Principal office address)

22 Industrial Drive, Exeter, NH 03833
(Current mailing address)

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8. 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)

9. **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: Michelle Vanner
(Registered agent's signature)

10. 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.

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

A. DIRECTORS

Chairman: See attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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B. OFFICERS

President: Joseph Army

Address: 22 Industrial Drive, Exeter, NH 03833

Vice President:

Address:

Secretary: John Landry

Address: 22 Industrial Drive, Exeter, NH 03833

Treasurer:

Address:

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

12. ______________________
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. John Landry, Secretary
(Typed or printed name and capacity of person signing application)

VAPOTHERM INC. BOARD OF DIRECTORS

Name	Address
Neal Armstrong	1205 Saint Emilion Court, Southlake TX 76092
Tony Arnerich	Arnerich Massena, 2405 NE Martin Luther King Jr Blvd, Portland OR 97212
Sam Brasch	Kaiser Permanente Ventrues, One Kaiser Plaza, 22nd Floor, Oakland, CA 94612
Jason Lettmann	Morgenthaler, 485 Ramona Stree, Palo Alton, CA 94301
James Liken	One Beaver Creek, Unit 43, 15 West Thomas Place, Beaver Creek, CP 81620
Geoff Pardo	Glide Healthcare Partners, 222 3rd Street, Suite 1321, Cambridge, MA 02142
Craig Reynolds	1046 Middlebrook Way, Kennesaw, GA 30152
Michael Ward	QuestMark Partners, One South Street, Suite 800, Baltimore, MD 21202

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Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VAPOTHERM, 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-FOURTH DAY OF MARCH, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VAPOTHERM, INC." WAS INCORPORATED ON THE TWELFTH DAY OF MARCH, A.D. 2013.

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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Jeffrey W. Bullock, Secretary of State

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AUTHENTICATION: 2229355

DATE: 03-24-15

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