

F1500004002

Florida Department of State
Division of Corporations
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To:
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Fax Number : (850)617-6383

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Account Number : FCA000000023
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RE-SUBMIT

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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33

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FOREIGN PROFIT/NONPROFIT CORPORATION

Align Technology, Inc.

Certificate of Status	0
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August 4, 2015

CT CORPORATION

SUBJECT: ALIGN TECHNOLOGY, INC.
REF: W15000052287

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RE-SUBMIT

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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 designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Neysa Culligan
Regulatory Specialist II

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FLORIDA DEPARTMENT OF STATE
REGISTRATION SECTION
REGISTRATION UNIT

P.O. BOX 6327 - Tallahassee, Florida 32314

9/10/2015 12:56:20 PM From: To: 8506176383 (3/12)

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SUPERINTENDENT OF PUBLIC DOCUMENTS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

**RESOLUTION OF THE BOARD OF DIRECTORS TO ADOPT AN
ALTERNATE NAME FOR USE IN FLORIDA**

(Pursuant to section 607.1506 or 617.1506, F.S.)

(Please print or type)

I, the undersigned ROGER E. GEORGE, do hereby certify
(Name)

that this Resolution of the Board of Directors of ALIGN TECHNOLOGY, INC.

ALIGN TECHNOLOGY, INC.

(Name of Corporation)

a corporation duly organized and existing under the laws of DELAWARE
(State or Country)

was adopted on 9/9/15, adopting the alternate

name of (DELAWARE) ALIGN TECHNOLOGY, INC.
(Alternate Name) NOTE: Must contain a corporate suffix)

for use in Florida as its real name is unavailable in Florida.

Date: 9/9/15

Signature of Chairman, Vice Chairman of the Board, a
director or any officer

SECRETARY

Title of person signing

FILING FEE \$35

(No fee required if submitted with a foreign not for profit qualification or amendment)

Make checks payable to Florida Department of State and mail to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

CR2B126 (04/12)

9/10/2015 12:56:20 PM From: To: 8506176383 (4/12)

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. Align Technology, Inc.

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

(Delaware) Align Technology, Inc.

(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. 94-3267295

(FBI number, if applicable)

4. 04/03/1997

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida; if prior to registration)

(See SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2560 Orchard Parkway, San Jose, CA 95131

(Principal office address)

same

(Current mailing address)

8. 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)

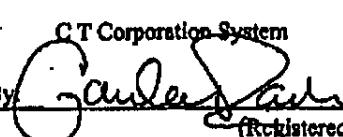
9. Registered agent's acceptance:

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.

**Cardell Rankin
Assistant Secretary**

C T Corporation System

By:


(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.

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FLORIDA DEPARTMENT OF STATE
REGISTRATION AND LICENSING
DIVISION OF STATE
REGISTRATION
FLORIDA

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

A. DIRECTORS. SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Joseph Jacob

Address: 2560 Orchard Parkway

San Jose, CA 95131

Director: Raymond Jr. C Larkin

Address: 2560 Orchard Parkway

San Jose, CA 95131

B. OFFICERS SEE ATTACHMENT

President: Joseph M Hogan

Address: 2560 Orchard Parkway

San Jose, CA 95131

Vice President: Tim Mack

Address: 2560 Orchard Parkway

San Jose, CA 95131

Secretary: Roger B George

Address: 2560 Orchard Parkway, San Jose, CA 95131

Treasurer: _____

Address: _____

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

12. Carden Larkin _____

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. Carden Larkin President _____

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

**Attachment to Florida
Officers & Directors.**

1	Full Name:	Jennifer Erfurth
	Officer/Director:	Officer
	Officer's Title:	VP Global Human Resources
	Director's Title:	
	Business Address:	2560 Orchard Parkway
	City:	San Jose
	State:	CA
	ZIP Code:	95131
2	Full Name:	John Graham
	Officer/Director:	Officer
	Officer's Title:	VP Marketing
	Director's Title:	
	Business Address:	2560 Orchard Parkway
	City:	San Jose
	State:	CA
	ZIP Code:	95131
3	Full Name:	Chris Puco
	Officer/Director:	Officer
	Officer's Title:	VP, North American Sales
	Director's Title:	
	Business Address:	2560 Orchard Parkway
	City:	San Jose
	State:	CA
	ZIP Code:	95131
4	Full Name:	Zelko Relic
	Officer/Director:	Officer
	Officer's Title:	VP, Research & Development
	Director's Title:	
	Business Address:	2560 Orchard Parkway
	City:	San Jose
	State:	CA
	ZIP Code:	95131
5	Full Name:	David White

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Officer/Director:	Officer
Officer's Title:	CFO
Director's Title:	
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
6 Full Name:	Emory Wright
Officer/Director:	Officer
Officer's Title:	VP, Operations
Director's Title:	
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
7 Full Name:	George J Morrow
Officer/Director:	Director
Officer's Title:	
Director's Title:	Other Director
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
8 Full Name:	David Nagel
Officer/Director:	Director
Officer's Title:	
Director's Title:	Other Director
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
9 Full Name:	Thomas M Prescott
Officer/Director:	Director
Officer's Title:	
Director's Title:	Other Director

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Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
10 Full Name:	Andrea L Saia
Officer/Director:	Director
Officer's Title:	
Director's Title:	Other Director
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
11 Full Name:	Greg Santore
Officer/Director:	Director
Officer's Title:	
Director's Title:	Other Director
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131
12 Full Name:	Warren Thaler
Officer/Director:	Director
Officer's Title:	
Director's Title:	Other Director
Business Address:	2560 Orchard Parkway
City:	San Jose
State:	CA
ZIP Code:	95131

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POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Align Technology, Inc., a Corporation Incorporated under the laws of the state of Delaware, does hereby appoint Cardell Rankin and Scott White, employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for Align Technology, Inc. to act for the Corporation and affiliates and subsidiaries of the Corporation attached hereto as Exhibit A, specifically incorporated herein by reference ("the Subsidiaries") in the Corporation's and Subsidiaries name for the limited purposes authorized herein.

The Corporation and the subsidiary entities listed in Exhibit A, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to qualify and/or register Align Technology, Inc. and its subsidiary entities in any state, as directed and authorized by the Corporation and to change the registered agent in any state, as directed and authorized by the Corporation.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Cardell Rankin, Sheema Conde, Scott White or Elizabeth Kainruth shall exercise the power of Vice President or Secretary.

This Power of Attorney expires when revoked by the undersigned

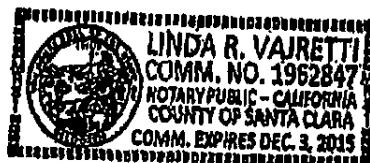
IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on July 16, 2015.

Align Technology, Inc.
A Delaware Corporation

By: _____

Name: Roger E. George

Title: VP, Corporate & Legal Affairs, General Counsel & Corporate Secretary



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"EXHIBIT A"

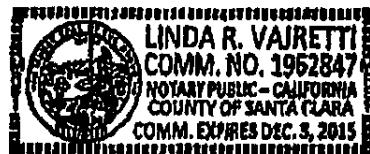
Align Technology, Inc.

Cadent, Inc.

Cadent Holdings, Inc.

Align R&D, Inc.

AlignTech Systems (DE) LLC



ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California County of Santa Clara

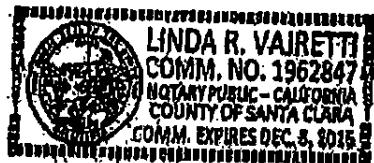
On July 16, 2015 before me, Linda R. Vajretti, Notary Public
(insert name and title of the officer)

personally appeared Roger E. George, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature



Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALIGN TECHNOLOGY, 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-SEVENTH DAY OF JULY, A.D. 2015.

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.

2736554 8300

151094446

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



mbs
Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2589694

DATE: 07-27-15