

F95000003731

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

500091551885
08/02/95-01033-017
*****78.75 *****78.75

Theresa Rust Corporation

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TALLAHASSEE FLORIDA

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Call When Ready | <input checked="" type="checkbox"/> CUS/ G/S |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
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**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 807.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. ThermoQuest Corporation
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. June 30, 1995
(Date of Incorporation)

4. Perpetual
(Duration)

5. Pending
(Federal Employer Identification number, if applicable)

6. AUGUST 2, 1995
(Date first transacted business in Florida. See sections 807.1501, 807.1502, and 817.155, F.S.)

7. 81 Wyman Street, Waltham, Massachusetts 02254
(Current mailing address)

8. See attached purpose clause
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: See Attached List of Officers and Directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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9. Officers:

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

Zip Code

11. 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.

Registered agent's signature: Connie Began

(Officer)

Special Agent in Charge
(Typed Name and Title of Officer)

12. 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.

13. Sandra L. Lambert
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Sandra L. Lambert, Secretary

(Name and capacity of person signing application)

ThermoQuest Corporation

Names and Addresses of its Officers:*

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Richard W. K. Chapman	President and CEO	355 River Oaks Parkway San Jose, CA 95134-1991
John N. Hatsopoulos	Vice President and CFO	81 Wyman Street Waltham, MA 02254
Barry S. Howe	Vice President	3661 Interstate Park Rd., North Riviera Beach, Florida 33419
Phillip L. Warren	Vice President	355 River Oaks Parkway San Jose, CA 95134-1991
Jonathan W. Painter	Treasurer	81 Wyman Street Waltham, MA 02254
Sandra L. Lambert	Secretary	81 Wyman Street Waltham, MA 02254
Robert V. Aghababian	Assistant Secretary	81 Wyman Street Waltham, MA 02254
Seth H. Hoogasian	Assistant Secretary	81 Wyman Street Waltham, MA 02254
Paul F. Kelleher	Assistant Secretary	81 Wyman Street Waltham, MA 02254

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TALLAHASSEE, FLORIDA

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*Each Officer's term expires at the next Annual Meeting of Directors if a successor is duly elected and qualified, or until his/her earlier removal or resignation.

Names and Addresses of Directors:

<u>Name</u>	<u>Business Address</u>
Richard W. K. Chapman	355 River Oaks Parkway San Jose, CA 95134-1991
George N. Hatsopoulos	81 Wyman Street Waltham, MA 02254
John N. Hatsopoulos	81 Wyman Street Waltham, MA 02254
Arvin H. Smith	1851 Central Drive, Suite 314 Bedford, TX 76021
Anthony J. Pellegrino	36 Apple Ridge Road Danbury, CT 06810

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
ThermoQuest Corporation**

Manufacture and sale of analytical instruments and to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THERMOQUEST CORPORATION" 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 FIRST DAY OF AUGUST, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

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AUTHENTICATION:

7593127

DATE:

08-01-95