

COMM

OFFICE USE ONLY (Document #)

**F960000003738**

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

800001865412

-06/18/96--0109--001

\*\*\*2522.50 \*\*\*2522.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

1 EDIX Corporation of Delaware 136-12931  
(Corporation Name) (Document #)

2 \_\_\_\_\_  
(Corporation Name) (Document #)

3 \_\_\_\_\_  
(Corporation Name) (Document #)

4 \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk In

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☐ Mail Out

☐ Will Wait

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☐ Certificate of Status

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☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HOLD FOR  
PICKUP BY  
UCC SERVICES**

Examiner's Initials

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 19 AM 10:02  
+ (1) stamped  
copy

RECEIVED  
JUN 18 AM 11:16  
DIVISION OF CORPORATIONS



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Morthum**  
Secretary of State

June 19, 1996

UCC FILING & SEARCH SERVICES, INC.

**SUBJECT: EDIX CORPORATION**  
Ref. Number: W96000012931

**FILED**  
**SECRETARY OF STATE**  
**DIVISION OF CORPORATIONS**  
**55 JUN 19 AM 10:02**

We have received your document for EDIX CORPORATION and your check(s) totaling \$2522.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please **RETURN ALL DOCUMENTATION** to the **ATTENTION** of the **DOCUMENT SPECIALIST** indicated.

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 (904) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 696A00030505

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June 19, 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

Resubmitted  
7/23/96

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: EDIX CORPORATION  
Ref. Number: W96000012931

NEED TODAY

← Kept by SOS

25 JUN 19 AM 10:02

FILED  
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DIVISION OF CORPORATIONS

We have received your document for EDIX CORPORATION and your check(s) totaling \$2522.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

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If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 696A00030505

Attn:  
Michael Mays



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 18, 1996

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: EDIX CORPORATION  
Ref. Number: W96000012931

Revised  
6/19/96

We have received your document for EDIX CORPORATION and your check(s) totaling \$2522.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

To adopt the alternate name, EDIX CORPORATION OF DELAWARE, a corporate resolution by the board of directors must be submitted. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. Please find enclosed a resolution form for your convenience.

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 (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 296A00030187

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96 JUN 19 PM 3:08  
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## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Gerald E. Forth, do hereby certify that this Resolution of the Board of Directors of EDiX Corporation, a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on July 22, 1996.

Be it resolved that EDiX Corporation organized and existing in the State of Delaware, hereby adopts the name EDiX Corporation of Delaware, Inc. for use in Florida.

Dated: July 22, 1996

  
\_\_\_\_\_  
Gerald E. Forth, President and CEO

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DIVISION OF CORPORATIONS  
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**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. EDIX CORPORATION

(Name of corporation: must include "INCORPORATED", "COMPANY", "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. 33-0598815

(FEI number, if applicable)

4. FEBRUARY 4, 1994

(Date of Incorporation)

5. PERPETUAL

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

6. SEPTEMBER 27, 1994

(Date first transacted business in Florida.) (See sections 607.1501, 607.1502, and 817.155 F.S.)

7. 10360 SORRENTO VALLEY ROAD, SUITE E  
SAN DIEGO, CA 92121

(Current Mailing Address)

8. Any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee

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.

William Pett, Assistant Secretary  
(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.

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DIVISION OF CORPORATION  
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12. Names and addresses of officers and/or directors: See EXHIBIT A attached hereto.

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13.

M. B. FORTH  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Gerald E. Forth, President and Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

**EXHIBIT A**  
**TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION**  
**TO TRANSACT BUSINESS IN FLORIDA**  
**EDIX CORPORATION**

**12. Names and Addresses of Officers and/or Directors:**

**A. DIRECTORS**

W. David Holder, Chairman of the Board and Assistant Secretary  
12802 Panorama Crest, Santa Ana, CA 92705

Charlotte Colburn  
22 South Peak, Laguna Niguel, CA 92677

Robert J. Erra  
13335 Arroyo Vista Road, Poway, CA 92064

Gerald E. Forth  
4349 Valle Drive, La Mesa, CA 91941

Thomas R. Testman  
30982 Via Mirador, San Juan Capistrano, CA 92675

William D. Williams  
5015 Country Road 117, Glenwood Springs, CO 81601

David Jahns  
666 Third Avenue, New York, NY 10017

Timothy J. Wollaeger  
3655 Nobel Drive, Suite 490, San Diego, CA 92122

**B. OFFICERS**

Gerald E. Forth                      President, Chief Executive Officer  
   Chief Financial Officer and Secretary  
4349 Valle Drive, La Mesa, CA 91941

F. Woody Boyd                      Chief Information Officer  
2850 Bullard Drive, Clearwater, FL 34622-3010

David L. Blue                      Vice President, Sales  
3211 Muirfield Drive, Colorado Springs, Co 80907

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State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EDIX 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 FOURTH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EDIX CORPORATION" WAS INCORPORATED ON THE FOURTH DAY OF FEBRUARY, A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 19 AM 10:03



*Edward J. Freel*  
Edward J. Freel, Secretary of State

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960098402

AUTHENTICATION:

7895904

DATE:

04-04-96