

Document Number Only

F98000001831

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Novaeon, Inc.

000002473660-5  
-03/31/98-00053-023  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

03/31

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☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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Verifier

Acknowledgment

W.P. Verifier

MAR 31 1998

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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. Novaeon, Inc.

(Name of corporation: must include the word "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. 23-2915228

(FEI number, if applicable)

4. July 15, 1997

(Date of incorporation)

5. Perpetual

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

6. January 1, 1998

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. Three Station Square, Suite 105, Paoli, Pennsylvania 19301

(Current mailing address)

8. To conduct a workers compensation and disability cost containment business.  
(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

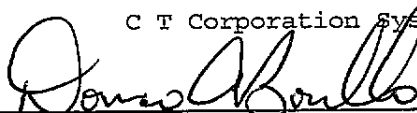
Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

**DOMENIC A. BORRIELLO**

Assistant Vice President  
(Type Name and Title of Officer)

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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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

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

Vice Chairman: See attached list of directors

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

Director: See attached list of directors

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

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

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

B. OFFICERS

President: See attached list of officers

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

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

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

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

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

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

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

\_\_\_\_\_

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

13.

*William F. Brennan*

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

14.

William F. Brennan, Vice President

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

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**Novaeon, Inc.**  
**Directors and Officers**

	<u>Business Address</u>	<u>Home Address</u>
<b><u>Directors:</u></b>		
William J. McBride, Chairman	Suite 105 Three Station Square Paoli, PA 19301	3 102nd Street Stone Harbor, NJ 08247
Walter Channing	1041 Third Avenue New York, New York 10021	213 E. 26 <sup>th</sup> Street New York, New York 10021
David L. Goldsmith	Robertson, Stephens & Co. Suite 2600 555 California Street San Francisco	Six Monterey Terrace Orinda, CA 94563
Patrick J. Sullivan	117 Great Valley Parkway Malvern, PA 19355	13639 Paseo de la Huerta Poway, CA 92064
Colleen Carney-Larson	Suite 360 6600 SW 92nd Ave. Portland, OR 97233	10775 NW Lost Park Portland, OR 97229
<b><u>Officers:</u></b>		
Patrick J. Sullivan President and Chief Executive Officer	117 Great Valley Parkway Malvern, PA 19355	13639 Paseo de la Huerta Poway, CA 92064
William F. Brennan Vice President & Treasurer	Suite 105 Three Station Square Paoli, PA 19301	514 Beaumont Circle West Chester, PA 19380
Edward J. Sager Secretary	Suite 105 Three Station Square Paoli, PA 19301	107 Brian Way Kimberton, PA 19442

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*State of Delaware*  
*Office of the Secretary of State*

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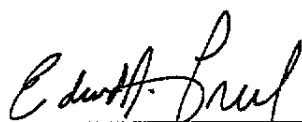
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOVAEON, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF MARCH, A.D. 1998.

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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\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION:

2773454 8300

DATE:

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03-27-98