

Document Number Only

98000002478

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

500002479775--0
-04/06/98--01057--009
*****70.00 *****70.00

500002479775--0
-04/06/98--01057--010
*****8.75 *****8.75

Videolabs, Inc.

W98-7628

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -6 PM 12:36

☒ Profit
☐ NonProfit
☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name Filing

☐ Certified Copy

☐ Photo Copies

☒ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

APR 06 1998

Thanks,
Jeff

98 APR -6 PM 12:16
DIVISION OF CORPORATIONS

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 6, 1998

CT CORPORATION SYSTEM
ATTN: JEFF

SUBJECT: VIDEOLABS, INC.
Ref. Number: W98000007628

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We have received your document for VIDEOLABS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 398A00018182

RECEIVED
98 MAY -1 AM 11:27
DIVISION OF CORPORATIONS
*Please back-date
thanks*

CERTIFICATE OF SECRETARY

The undersigned, hereby certifies that she is the duly elected, qualified and acting Secretary of VideoLabs, Inc., a Delaware corporation, and in that capacity has knowledge of the matters set forth below, and further certifies that the following resolution has been duly adopted by written action of the Board of Directors of the Corporation, and is in full force and effect as of the date hereof:

RESOLVED, that VideoLabs, Inc., a corporation organized in the State of Delaware, hereby adopts the name VideoLabs, Inc. Healthcare Products Division for use in the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Secretary this 30th day of April, 1998.



Jill Larson, Corporate Secretary

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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. VideoLabs, 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. 41-1726281

(FEI number, if applicable)

4. July 16 1992

(Date of incorporation)

5. Perpetual

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

6. April 6, 1998

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. 5690 Golden Hills Drive

Minneapolis, MN 55416

(Current mailing address)

8. Design, manufacture and sale of image capture solutions.

(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

Michele R. Justesen

(Registered agent's signature) (Officer)

Michele R. Justesen, Asst Secy

(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: Ward C. Johnson

Address: 4507 Moorland Avenue

Edina, MN 55424

Director:

~~XXXXXX~~
Vice Chairman: Richard Craven

Address: 5200 Willson Road

Edina, MN 55424

Director: John A. Collins

Address: 5555 West 78th Street

Bloomington, MN 55435

Director: James Hansen

Address: 26 Highway 96E

Dellwood, MN 55110

B. OFFICERS

President: James Hansen

Address: 26 Highway 96E

Dellwood, MN 55110

Vice President: None

Address:

Secretary: Jill Larson

Address: 14228 Shore Lane

Prior Lake, MN 55372

Treasurer: James Hansen

Address: 26 Highway 96E

Dellwood, MN 55110

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

13. 

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

14. James Hansen, President and Treasurer

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

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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 "VIDEOLABS, 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 THIRD DAY OF APRIL, 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:

2303902 8300

DATE: 9011388

981129602

04-03-98