

Document Number Only

798000004274

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

300002599383--0
-07/27/98--01072--010
*****70.00 *****70.00

Frederius Medical Care Latin America, Inc

- ☒ Profit
☐ NonProfit
☐ Limited Liability Co.
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Name Registration
☐ Fictitious Name
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of S.A.
☐ UCC
☐ CUS
☐ After 4:30
☒ Pick Up

RECEIVED
98 JUL 27 AM 11:56
DIVISION OF CORPORATION

98 JUL 27 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

JUL 27 1998

Thanks,
Jeff

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

CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Fresenius Medical Care Latin America, 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. applied for

(FEI number, if applicable)

4. June 16, 1998

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 17.155, F.S.)

7. Suite 105, Weston Corporate Centre

2700 South Commerce Parkway, Weston, Florida 33331

(Current mailing address)

8. Consulting on Latin America Business and trade

(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

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

FILED
98 JUL 27 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 (Street address only - P.O. Box NOT acceptable)

Chairman: Hans - Ulrich Sutter
Address: Kelkheimer Str. 23A
65812 Bad Soden, Germany

Vice Chairman: N/A
Address: _____

Director: Harald Paimann
Address: Lutherische Kirchgasse 12
69189 Schriesheim, Germany

Director: N/A
Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Harald Paimann
Address: Lutherische Kirchgasse 12
69189 Schriesheim, Germany

Vice President: Juergen Kunze
Address: Else - Kroene - Strasse 1
61352 Bad Homburg, Germany

Secretary: Richard E. Lutringer, Esq.
Address: 101 Compo Rd. South
Westport, CT 06880

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 27 PM 1:02

FILED

Treasurer: N/A

Address: _____

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

13. _____

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

14. _____

Richard E. Lutringer, Secretary

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

FILED
98 JUL 27 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACT
BUSINESS IN FLORIDA:

Vice President: Armin Karch

Address: Else - Kroene - Strasse 1
61352 Bad Homburg, Germany

FILED
98 JUL 27 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

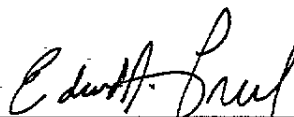
PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRESENIUS MEDICAL CARE LATIN AMERICA, 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-FOURTH DAY OF JULY, A.D. 1998.

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

FILED
98 JUL 27 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

2908920 8300

981288303

AUTHENTICATION:

9215083

DATE:

07-24-98