

F98000004563



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 922371 4802722

AUTHORIZATION :

COST LIMIT :

Patricia Pizich
\$70.00

ORDER DATE : August 10, 1998

ORDER TIME : 10:13 AM

ORDER NO. : 922371-015

CUSTOMER NO: 4802722

CUSTOMER: Kris Decker, Legal Asst
Gerald H. Litwin, Esq.
2 University Plaza

Hackensack, NJ 07601

000002612889--3

FOREIGN FILINGS

NAME: HARBOUR MAGNETICS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

AS 8/11/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 11 PM 12:02

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 11 AM 11:29

RECEIVED

**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. Harbour Magnetics, 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. _____
(FEI number, if applicable)
4. December 2, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. First date will be upon filing of this Application with Secretary of State
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. c/o Gerald H. Litwin, Esq. Gerald H. Litwin, P.A.
Two University Plaza Hackensack, New Jersey 07601
(Current mailing address)
8. Ownership and operation of a diagnostic imaging center
(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:** (P.O. Box or Mail Drop Box, NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32303
(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.

Corporation Service Company
By: Zulema M. Howarth, Asst V.P.
(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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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

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

14. Stuart Kalmanowitz, President
(Typed or printed name and capacity of person signing application)

OFFICERS AND DIRECTORS RIDER

President	Stuart Kalmanowitz	1801 Clint Moore Road Suite 204 Boca Raton, Florida 33487
Vice President	Richard Przonek	23-50 Watersedge Drive Bayside, New York 11360
Secretary	Richard Przonek	23-50 Watersedge Drive Bayside, New York 11360
Assistant Secretary	Barbara Jean McLees	1801 Clint Moore Road Suite 204 Boca Raton, Florida 33487
Treasurer	Richard Przonek	23-50 Watersedge Drive Bayside, New York 11360
Director	Stuart Kalmanowitz	1801 Clint Moore Road Suite 204 Boca Raton, Florida 33487
Director	Richard Przonek	23-50 Watersedge Drive Bayside, New York, 11360

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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 "HARBOUR MAGNETICS, 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 NINTH DAY OF JULY, A.D. 1998.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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98 AUG 11 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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9186318
07-09-98

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: _____

DATE: _____