

Document Number On

F990000001302

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

200002799622--0

-03/03/99--01069--019

*****70.00 *****70.00

Fresenius USA Sales, Inc.

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

99 MAR -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

3/3/99

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

3/1

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED
THANKS
Connie

99 MAR -9 PM 12:02
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. Fresenius USA Sales, 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. Massachusetts

(State or country under the law of which it is incorporated)

3. AppliedFor

(FEI number, if applicable)

4. December 8, 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 817.156, F.S.))

7. 95 Hayden Avenue, Lexington, Massachusetts 02420

(Current mailing address)

8. To sell health Products and Services.

(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

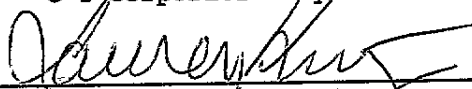
Plantation, Florida, 33324

(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)
SPECIAL ASST. SECRETARY

(Type Name and Title of Officer)

FILED
99 MAR -9 PM 2:39
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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

FILED
99 MAR -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Treasurer: _____

Address: _____

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

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

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

FILED
99 MAR -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/10/1998

List of Active Officers and Directors

Fresenius USA Sales, Inc.

Director

BEN J. LIPPS

Roger Stoll

Officer

RICE POWELL

Ramon Yi

MARC S. LIEBERMAN

WILLIAM F. GRIECO

Title

PRESIDENT

TREASURER

ASSISTANT TREASURER

CLERK

FILED
99 MAR -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEN J. LIPPS

BUSINESS: c/o Fresenius Medical Care North America
95 Hayden Ave.
Lexington, MA 02420
Phone: 781-402-9000

RESIDENTIAL: 20 Rowes Wharf
Unit 609
Boston, MA 02116
Fax: 617-951-2195

Roger Stoll

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

RESIDENTIAL: 106 Clearview Lane
New Cannan, CT 06840

RICE POWELL

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

RESIDENTIAL: 59 Rocky Brook Road
North Andover, MA 01845

Ramon Yi

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

RESIDENTIAL: 30 Faith Drive
Derry, NH 03038

MARC S. LIEBERMAN

BUSINESS: c/o Fresenius Medical Care North America
95 Hayden Ave.
Lexington, MA 02420
USA
Phone: 781-402-9000

RESIDENTIAL: 10 CROWN POINT ROAD
SUDBURY, MA 01776
USA

WILLIAM F. GRIECO

BUSINESS: 95 Hayden Avenue
Lexington, MA 02173

RESIDENTIAL: 115 Marlborough Street
Boston, MA 02116



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

February 23, 1999

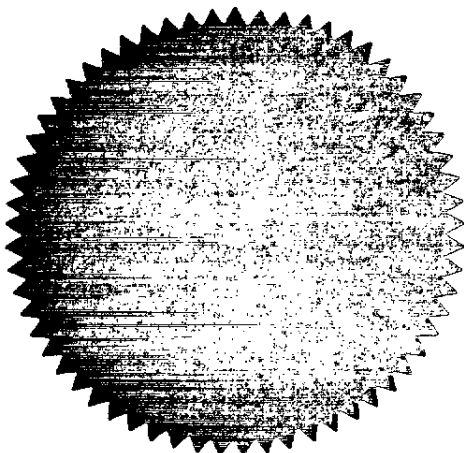
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

Fresenius USA Sales, Inc.

is a domestic corporation organized on **December 8, 1998**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

NEM

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

FILED
99 MAR -9 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

