

F99000002711

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: AVID MEDICAL, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following: *

Howard R. Philips

(Name of Person)

Surovell, Jackson, Colten & Dugan, P.C.

(Firm/Company)

4010 University Drive, Suite 200

(Address)

Fairfax, Virginia 22030

(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 18 AM 11:44

* PLEASE RETURN BY FEDERAL EXPRESS. OUR ACCOUNT NUMBER IS: 1099-6871-4
Should you need to call someone concerning this matter, please call:

Howard R. Philips

(Name of Person)

at (703) 591-1300

(Area Code & Daytime Telephone Number)

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*****78.75 *****78.75

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. AVID MEDICAL, 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 3. 54-1843496
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 29, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 9000 Westmont Drive, Stonehouse Commerce Park
Toana, Virginia 23168
(Current mailing address)

8. To engage in any lawful act or activity
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

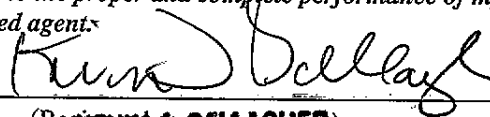
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.


(Registered agent)

KEVIN J. CALLAGHER
ASSISTANT VICE PRESIDENT

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS:

Michael Sahady
Avid Medical, Inc.
9000 Westmont Drive
Toana, VA 23168

Joseph Harms
Avid-NIT, Inc.
390 Scarlet Boulevard
Oldsmar, FL 34677

Paul V. Lombardi
2600 Penny Royal Lane
Reston, VA 22091

Kenneth R. Newsome
Allegiant Corporation
2115 West Laburnum Avenue
Richmond, VA 23227

Richard Setian
Avid Medical, Inc.
9000 Westmont Drive
Toana, VA 23168

A. Hugh Ewing, III
Ewing Monroe Bemiss & Co.
901 E. Cary Street, Suite 1510
Richmond, VA 23219

John L. Colley, Jr.
Darden Graduate School of Business
100 Darden Boulevard
Charlottesville, VA 22603

B. OFFICERS:

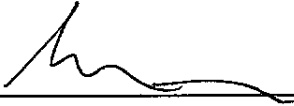
President/Chief Executive Officer/Treasurer:

Michael Sahady
Avid Medical, Inc.
9000 Westmont Drive
Toana, VA 23168

Vice President/Chief Operating Officer/Assistant Secretary:

Richard Setian
Avid Medical, Inc.
9000 Westmont Drive
Toana, VA 23168

Secretary: G. Donald Markle
Surovell, Jackson, Colten & Dugan, P.C.
4010 University Drive, Suite 200
Fairfax, VA 22030


G. Donald Markle, Secretary

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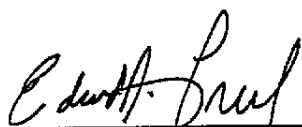
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SECRETARY OF STATE
DIVISION OF RECORDS

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 "AVID MEDICAL, 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 TWENTIETH DAY OF APRIL, A.D. 1999.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 18 AM 11:44





Edward J. Freel, Secretary of State

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AUTHENTICATION: 9695556

DATE: 04-20-99