



THE UNITED STATES  
CORPORATION  
COMPANY

# F99000004384

ACCOUNT NO. : 072100000032

REFERENCE : 346246 4351949

AUTHORIZATION :

*Patricia Pizeto*

COST LIMIT : \$ 70

ORDER DATE : August 18, 1999

ORDER TIME : 11:29 AM

ORDER NO. : 346246-005

8000002968438--0

CUSTOMER NO: 4351949

CUSTOMER: William Gottlieb, Esq  
Klein & Hill  
521 Fifth Ave.  
24th Fl.  
New York, NY 10175

FOREIGN FILINGS

NAME: ELTIV, INC.

*B*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 24 PM 2:10

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99 AUG 24 PM 6:05  
DEPT. OF REVENUE  
KALAMAZOO, MICHIGAN

*8/24/99*

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*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.*

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 (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: \_\_\_\_\_

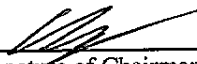
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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**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. Reuven Klein, Secretary  
(Typed or printed name and capacity of person signing application)

## OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Eltiv, Inc.

### List of Officers

**Name:** Yossi Zukerman **Title:** President  
**Bus. Addr.:** c/o Eltiv, Inc. 16 Esquire Road, North Billerica, MA 01821

**Name:** Reuven Klein **Title:** Secretary  
**Bus. Addr.:** c/o Eltiv, Inc. 16 Esquire Road, North Billerica, MA 01821

### List of Directors

**Name:** Eli Gonen **Term:** Dec 31, 2002  
**Bus. Addr.:** c/o Eltiv, Inc. 16 Esquire Road, North Billerica, MA 01821

**Name:** Offer Chodorov **Term:** Dec 31, 2002  
**Bus. Addr.:** c/o Eltiv, Inc. 16 Esquire Road, North Billerica, MA 01821

**Name:** Offer Feinstein **Term:** Dec 31, 2002  
**Bus. Addr.:** c/o Eltiv, Inc. 16 Esquire Road, North Billerica, MA 01821

**Name:** Ronny Shemesh **Term:** Dec 31, 2002  
**Bus. Addr.:** c/o Eltiv, Inc. 16 Esquire Road, North Billerica, MA 01821

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*State of Delaware*  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELTIV, 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-THIRD DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ELTIV, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

08-23-99

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