



# F99000005688

ACCOUNT NO. : 072100000032

REFERENCE : 456316 4304990

AUTHORIZATION :

*Patricia Piquet*

COST LIMIT : \$ 70.00

ORDER DATE : November 2, 1999

ORDER TIME : 11:02 AM

ORDER NO. : 456316-005

CUSTOMER NO: 4304990

CUSTOMER: Jacy Wilson, Legal Assistant  
Ropes & Gray  
One International Place

Boston, MA 02110-2624

500003033835--9

FOREIGN FILINGS

NAME: AUTONOMOUS TECHNOLOGIES  
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -3 PM 2:03

RECEIVED  
99 NOV -3 PM 12:17  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304

*h/c*  
*11/3/99*

**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.

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NOV - 3 1999  
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1. Autonomous Technologies Corporation

(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. 59-2554729

(FEI number, if applicable)

4. September 30, 1998

(Date of incorporation)

5. Perpetual

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

6. April 29, 1999

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

7. 21 Hickory Drive

Waltham, Massachusetts 02451

(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware

8.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301

(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: [Signature] 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.

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: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: Robert Palmisano

Address: 216 Beacon Street #1

Boston, Massachusetts 02116

Director: \_\_\_\_\_

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

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

President: Robert Palmisano

Address: 216 Beacon Street #1

Boston, Massachusetts 02116

Vice Presidents James Lightman Robert Kelly

Address: 576 Dutton Road Two Day Street

Sudbury, Massachusetts 01776 Norfolk, Massachusetts 02056

Secretary: James Lightman

Address: 576 Dutton Road

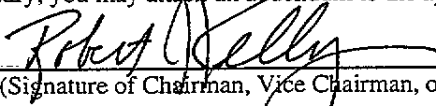
Sudbury, Massachusetts 01776

Treasurer: Robert Kelly

Address: Two Day Street

Norfolk, Massachusetts 02056

**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. Robert Kelly, Treasurer and Vice President  
(Typed or printed name and capacity of person signing application)

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## TRANSMITTAL LETTER

99 NOV -3 PM 2:03  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Autonomous Technologies Corporation  
(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:

Jacy L. Wilson  
(Name of Person)

Ropes & Gray  
(Firm/Company)

One International Place  
(Address)

Boston, Massachusetts 02110  
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Jacy L. Wilson at ( 617 ) 951-7633  
(Name of Person) (Area Code & Daytime Telephone Number)

### 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

State of Delaware  
Office of the Secretary of State

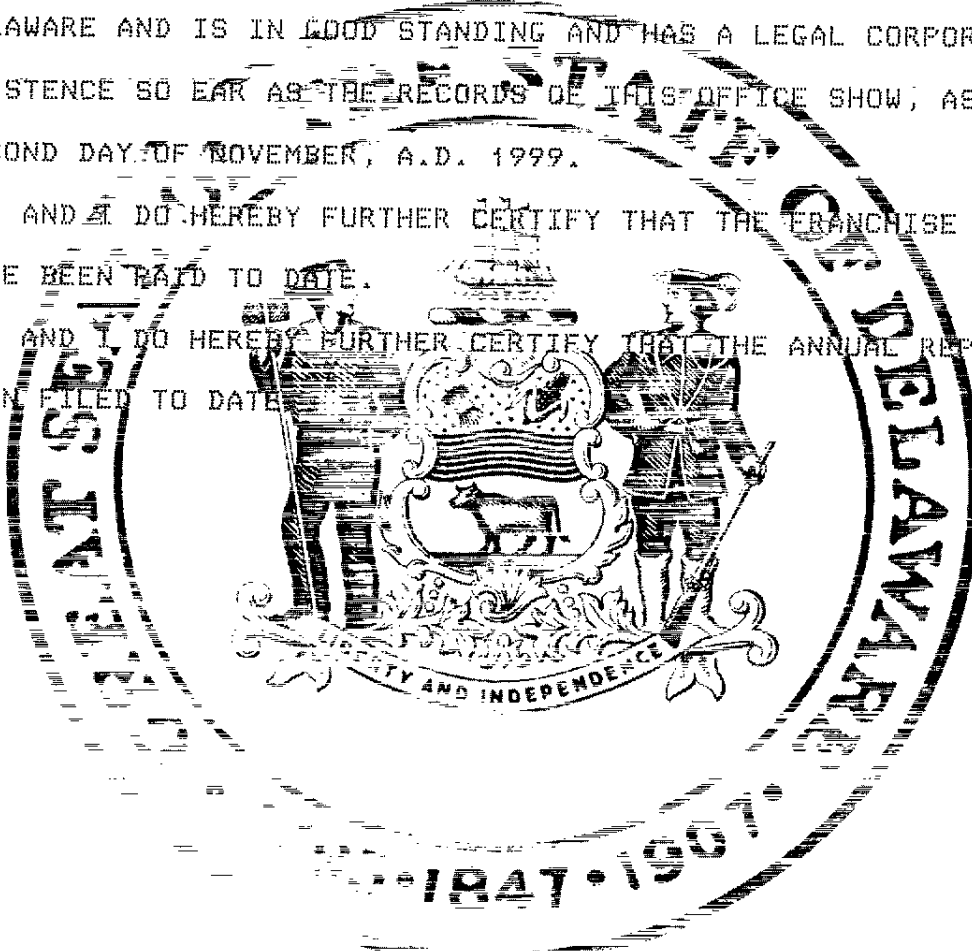
PAGE 1

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -3 PM 2:03

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTONOMOUS TECHNOLOGIES CORPORATION" 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 SECOND DAY OF NOVEMBER, A.D. 1999.

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.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0059746

DATE:

11-02-99