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CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

600003067856--3
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*****70.00 *****70.00

CORPORATION(S) NAME

Edwards Life Sciences Corporation

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign
☐ LLC

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement

☐ Annual Report
☐ Reservation

☐ Other UCC Filing
☐ Change of S.A.

☐ Certified Copy

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FILED
CLERK OF SUPERIOR COURT
JANUARY 13 1999
TALLAHASSEE, FLORIDA
99 DEC 13 PM 12:13
99 DEC 13 PM 2:59

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Edwards Lifesciences Corporation
(Name of corporation - must include suffix)

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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:

Nancy Hryszczuk
(Name of Person)

CT Corporation System
(Firm/Company)

208 South LaSalle Street
(Address)

Chicago, Illinois 60604
(City/State/Zip)

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

Anita I. Oas at (847) 948.3980
(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

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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1. Edwards Lifesciences 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. 36-4316614

(FEI number, if applicable)

4. September 10, 1999

(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 817.155, F.S.)

7. 17221 Red Hill Avenue, Irvine, California 92614

(Current mailing address)

8. Manufacturing and sales of medical devices

(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.

Annex Bryan

(Registered agent's signature)

ANNEX BRYAN
SPECIAL ASSISTANT SECRETARY

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)

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

Chairman: Michael A. Mussallem

Address: 17221 Red Hill Avenue

Irvine, California 92614

Vice Chairman: _____

Address: _____

Director: John H. Kehl, Jr.

Address: 17221 Red Hill Avenue

Irvine, California 92614

Director: Jay P. Wertheim

Address: 17221 Red Hill Avenue

Irvine, California 92614

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

President: Michael A. Mussallem

Address: 17221 Red Hill Avenue

Irvine, California 92614

Vice President: Jay P. Wertheim

Address: 17221 Red Hill Avenue

Irvine, California 92614

Secretary: Jay P. Wertheim

Address: 17221 Red Hill Avenue

Irvine, California 92614

Treasurer: John H. Kehl, Jr.

Address: 17221 Red Hill Avenue

Irvine, California 92614

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

13. Jan S. Reed as

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

14. Jan S. Reed, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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Addendum to: 12. Additional OFFICERS:

John H. Kehl, Jr. **Chief Financial Officer**
Primary Address: 17221 Red Hill Avenue
Irvine, California 92614

Jaime Einstein **Assistant Secretary**
Primary Address: Baxter World Trade Corporation
1200 South Pine Island Road
Suite 200
Plantation, Florida 33324

Jan S. Reed **Assistant Secretary**
Primary Address: Baxter International Inc.
One Baxter Parkway
Deerfield, Illinois 60015

John H. Kehl, Jr. **Treasurer**
Primary Address: 17221 Red Hill Avenue
Irvine, California 92614

Timothy M. McDonald **Assistant Treasurer**
Primary Address: One Baxter Parkway
Deerfield, Illinois 60015
847.948.3081

Steven J. Meyer **Assistant Treasurer**
Primary Address: Baxter International Inc.
One Baxter Parkway
Deerfield, Illinois 60015

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 "EDWARDS LIFESCIENCES 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 TENTH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



3093796 8300

991530404

Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0132331

12-10-99

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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