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TALLAHASSEE, FLORIDA

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FOREIGN LIMITED LIABILITY COMPANY

The Extracorporeal Alliance, L.L.C.

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2-4-04

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. The Extracorporeal Alliance, L.L.C. (Name of foreign limited liability company)
2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)
3. 36-4122087 (FEI number, if applicable)
4. 11/25/1996 (Date of Organization)
5. 12/31/2046 (Duration: Year limited liability company will cease to exist or "perpetual")
6. upon filing (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 16818 Via del Campo Court, San Diego, CA 92127 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [X]

9. The name and usual business addresses of the managing members or managers are as follows:

See attached

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Provide extracorporeal medical services and related products and supplies.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
MARC LIBERMAN
Typed or printed name of signee

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01/26/2004

Officers/Directors

The Extracorporeal Alliance, L.L.C.

Officer	Title
RONALD J. KUERBITZ	VICE PRESIDENT & SECRETARY
PAUL ZABETAKIS, M.D.	CHIEF EXECUTIVE OFFICER & PRESIDENT
MICHAEL BROSNAN	CHIEF FINANCIAL OFFICER
ERIC MAASKE	VICE PRESIDENT
ROBERT MCGORTY	VICE PRESIDENT
JOSEPH J. RUMA	VICE PRESIDENT
BRIAN WIECK	VICE PRESIDENT
MARK FAWCETT	ASSISTANT TREASURER
MARC S. LIEBERMAN	ASSISTANT TREASURER
DOUGLAS G. KOTT	ASSISTANT SECRETARY

RONALD KUERBITZ

BUSINESS: c/o Fresenius Medical Care North America
95 Hayden Avenue
Lexington, MA 02420

PAUL ZABETAKIS, M.D.

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

MICHAEL BROSNAN

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

ERIC MAASKE

BUSINESS: FMC Extracorporeal Alliance
16818 Via del Campo Court
San Diego, CA, CA 92127

ROBERT MCGORTY

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

JOSEPH RUMA

BUSINESS: c/o Fresenius Medical Care
95 Hayden Avenue
Lexington, MA 02420

BRIAN WIECK

BUSINESS: FMC Extracorporeal Alliance
16818 Via del Campo Court
San Diego, CA 92127

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SECRETARY'S OFFICE
141 LAVERGNE ST
LEXINGTON MA 02420

01/26/2004

Officers/Directors

MARK FAWCETT

BUSINESS: 95 Hayden Avenue
Lexington, MA 02420

MARC S. LIEBERMAN

BUSINESS: c/o Fresenius Medical Care North America
95 Hayden Ave.
Lexington, MA 02420

DOUGLAS KOTT

BUSINESS: c/o Fresenius Medical Care North America
95 Hayden Avenue
Lexington, MA 02420

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SALLI ABASSER (603) 281-1000

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

The Extracorporeal Alliance, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

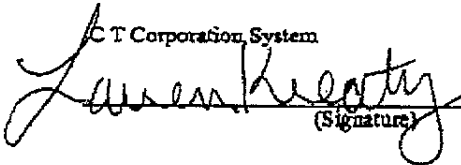
Plantation

FL 33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

C T Corporation System


(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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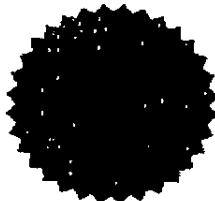
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE EXTRACORPOREAL ALLIANCE, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF FEBRUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

2688119 8300

040073783



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2907936

DATE: 02-03-04