

F00000002868

5.

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: IMPLANT INNOVATIONS HOLDING 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:

DAWN REYNOLDS 300003216783--2
(Name of Person) -04/20/00--01013--002
*****87.50 *****87.50
IMPLANT INNOVATIONS HOLDING CORPORATION W-10926
(Firm/Company)
4555 RIVERSIDE DRIVE
(Address)
PALM BEACH GARDENS, FL 33410
(City/State/Zip)

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

DAWN REYNOLDS at (561) 776-6700
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
00 MAY 23 AM 8 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 26, 2000

DAWN REYNOLDS
4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, FL 33410

SUBJECT: IMPLANT INNOVATIONS HOLDING CORPORATION
Ref. Number: W00000010926

We have received your document for IMPLANT INNOVATIONS HOLDING CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 000A00022812

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MAY 2 2000
STATE OF FLORIDA
DIVISION OF CORPORATIONS

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. IMPLANT INNOVATIONS HOLDING 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. INDIANA 3. 35-2088040
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/17/99 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. DECEMBER 16, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, FL 33410
(Current mailing address)

8. HOLDING COMPANY FOR ACTIVE FL MANUFACTURING SUBSIDIARY/REGISTERED IN FLORIDA
(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: EDWARD G. SABIN

Office Address: 4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, Florida, 33410
(Zip code)

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TALLAHASSEE, FLORIDA

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.

E. Sabin
(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: RICHARD J. LAZZARA

Address: 4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, FL 33410

Vice Chairman: KEITH D. BEATY

Address: 4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, FL 33410

Director: DANE A. MILLER

Address: AIRPORT INDUSTRIAL PARK
WARSAW, INDIANA 46581

Director: JOEL P. PRATT

Address: AIRPORT INDUSTRIAL PARK
WARSAW, INDIANA 46581

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

President: KEITH D. BEATY

Address: 4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, FL 33410

Vice President: _____

Address: _____

Secretary: EDWARD G. SABIN

Address: 4555 RIVERSIDE DRIVE
PALM BEACH GARDENS, FL 33410

Treasurer: _____

Address: _____

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

13. E. A. Adini
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. EDWARD G. SABIN, SECRETARY
(Typed or printed name and capacity of person signing application)

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

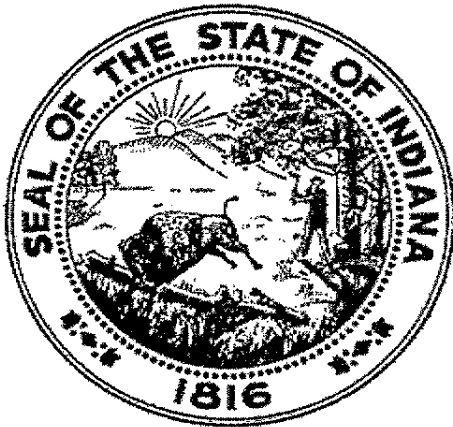
I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper office to execute this certificate.

I further certify that records of this office disclose that

IMPLANT INNOVATIONS HOLDING CORPORATION

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on August 17, 1999, and was in existence or authorized to transact business in the State of Indiana on May 8, 2000.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand
and affixed the seal of the State of Indiana, at the
City of Indianapolis, this Eighth day of May, 2000

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

00 MAY 08 8:27 AM
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA