



# F01000000 5329

FILED  
01 OCT 12 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 582999 5032682

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT : \$ 1220.00

ORDER DATE : September 21, 2001

ORDER TIME : 12:33 PM

ORDER NO. : 582999-010

100004634001--3

CUSTOMER NO: 5032682

CUSTOMER: Ms. Marjorie Jarvis  
Kyphon Inc.  
1350 Bordeaux Drive

Sunnyvale, CA 94089

*201 A10056807*

## FOREIGN FILINGS

NAME: KYPHON INC.

*5*

BK

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

RECEIVED  
01 OCT 12 AM 9:40  
DIVISION OF CORPORATION

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: \_\_\_\_\_

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. Kyphon Inc.

(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. 77-0366069

(FEI number, if applicable)

4. January 10, 1994

(Date of incorporation)

5. Perpetual

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

6. May 18, 2000

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o Kyphon Inc., 1350 Bordeaux Drive

7. Sunnyvale, CA 94089

(Principal office address)

(Current mailing address)

Sale of medical devices. To engage in any act or activity for which corporations may be organized.

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

(City)

, 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: Laura R. Dunlap

(Registered agent's signature)

**Laura R. Dunlap**  
as its 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

B. OFFICERS

President: See attached officers/directors rider

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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

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

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

13. Jeffrey L. Kaiser  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jeffrey L. Kaiser, Vice President

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

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SECRETARY OF STATE

## OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Kyphon Inc.

### List of Officers

**Name:** Gary L. Greuter **Title:** President & CEO  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Karen D. Talmadge **Title:** Executive VP  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Jeffrey L. Kaiser **Title:** VP, CFO  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Alan Marquardt **Title:** VP, Clinical & Regulatory Affs  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Eric N. Doelling **Title:** VP, Operations  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Anthony J. Recuperio **Title:** VP, Sales  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

### List of Directors

**Name:** Gary L. Greuter **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Karen D. Talmadge **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Steven Campe **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Douglas W. Kohrs **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Jack W. Lasersohn **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** James Treace **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

**Name:** Elizabeth H. Weatherman **Term:**  
**Bus. Addr.:** c/o Kyphon Inc. 1350 Bordeaux Drive, Sunnyvale, CA 94089

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Delaware  
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KYPHON 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 THIRD DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

FILED  
01 OCT 12 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2367517 8300

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AUTHENTICATION: 1373353

DATE: 10-03-01