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Florida Department of State  
Division of Corporations  
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06 MAR -8 AM 11:49  
STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

BOC Edwards Pharmaceutical Systems, Inc.

Certificate of Status	0
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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** BOC EDWARDS PHARMACEUTICAL SYSTEMS, INC.  
(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:

JAN BORKOWSKI

(Name of Person)

c/o BOC EDWARDS PHARMACEUTICAL SYSTEMS, INC.

(Firm/Company)

575 MOUNTAIN AVENUE, 4 SOUTH

(Address)

MURRAY HILL, NEW JERSEY 07974

(City/State and Zip code)

For further information concerning this matter, please call:

JAN BORKOWSKI

(Name of Person)

at ( 908 ) 771-4742

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration 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.*

FILED  
06 MAR - 8 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. BOC EDWARDS PHARMACEUTICAL SYSTEMS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ino.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-3265112

(FBI number, if applicable)

4. 08/02/2005

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 575 Mountain Avenue, Murray Hill, NJ 07974

(Principal office address)

same

(Current mailing address)

8. See Attachment

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

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.*

CT Corporation System

By: [Signature]

(Registered agent's signature)

**Arlene Bernal  
Vice President**

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 ATTACHMENT

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

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

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

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

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

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

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

**B. OFFICERS**

President: SEE ATTACHMENT

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.   
(Signature of Director or Officer listed in number 12 of the application)

14. JOHN O'SULLIVAN, VICE PRESIDENT  
(Typed or printed name and capacity of person signing application)

**Attachment**

Page 1 of 1

Attachment to Florida

**Purpose Clause**

The manufacture and/or sale of equipment for, and the provision of services to, the pharmaceutical industry.

**BOC EDWARDS PHARMACEUTICAL SYSTEMS, INC.**  
(a Delaware corporation)

**INCORPORATED August 2, 2005**

**FEIN 20-3265112**

**DIRECTORS - (addresses below)**

Michael Jennings

Ernesto Renzi

John O'Sullivan

James Black - c/o BOC Edwards Pharmaceutical Systems, Inc., 575 Mountain Avenue, Murray Hill, NJ 07974

**OFFICERS**

Michael Jennings

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

Ernesto Renzi

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

John O'Sullivan

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

David L. Brooks

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

James A. Boyce

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

John P. Mark

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

James A. Snyder

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

Paul E. Stolzer

c/o BOC Edwards Pharmaceutical Systems, Inc.

575 Mountain Avenue

Murray Hill, NJ 07974

President

Vice President - Sales

Vice President, Finance

Vice President and Treasurer

Assistant Treasurer and Controller - Taxes

Secretary

Assistant Secretary

Assistant Secretary

# Delaware

The First State

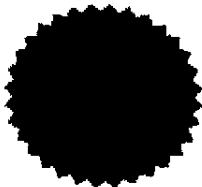
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FILED  
06 MAR -8 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOC EDWARDS PHARMACEUTICAL SYSTEMS, 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 SIXTH DAY OF MARCH, A.D. 2006.

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.



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4570601

DATE: 03-06-06