

Filing and License Fee: \$310.00 minimum

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Globus Medical, Inc
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*

4. The date of its incorporation is March 3, 2003 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is _____
2560 General Armistead Avenue, Audubon, PA 19403

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd.

Warwick, RI 02888 (Street Address, not P.O. Box)
(City/Town) (Zip Code)

and the name of its proposed registered agent in Rhode Island at
that address is Incorporating Services, Ltd.
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Wholesaler of medical devices (spinal implants)

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See Attached List</u>	
Director		
Director		
Director		

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By 0358634

- (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	See Attached List	
Vice President		
Treasurer		
Secretary		

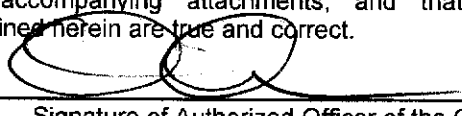
9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u> See Attached List	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 50,000,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 400,000.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 1.0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 180,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 4,500,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 2.5 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 5/15/08


Signature of Authorized Officer of the Corporation

David M. Demski,

Type or Print Name of Authorized Officer

Board of Directors

<u>Title</u>	<u>First Name</u>	<u>M.I.</u>	<u>Last Name</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>County</u>	<u>Zip Code</u>
President/CEO	David	C	Paul	2560 General Armistead Ave	Audubon	PA	Montgomery	19403
Secretary & Treasurer	David	D	Davidar	2560 General Armistead Ave	Audubon	PA	Montgomery	19403
CFO	David	M	Demski	2560 General Armistead Ave	Audubon	PA	Montgomery	19403
Director	Kurt	C	Wheeler	801 Gateway Blvd. Suite 410	South San Francisco	CA	San Mateo	94080
Director	Robert	W	Liptak	One Memorial Drive, Suite 1230 Cambridge		MA	Middlesex	02142

Officers

<u>Title</u>	<u>First Name</u>	<u>M.I.</u>	<u>Last Name</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
President/CEO	David	C	Paul	2560 General Armistead Ave	Audubon	PA	19403
CFO	David	M	Demski	2560 General Armistead Ave	Audubon	PA	19403

Orders

From: Karen Elliott [kelliott@incserv.com]
Sent: Tuesday, May 27, 2008 10:18 AM
To: 'Orders'
Subject: Globus Medical, Inc.

Hi CJ:

Here's the requested information for the above filing:

Globus Medical, Inc. is authorized to issue a total of 709,869,881 shares of capital stock.

659,178,636 of which are Common Stock and 350,000,000 of which are designated as Class A Common Stock and 309,178,636 of which are designated as Class B Common Stock with a par value per share of \$0.001.

50,691,245 of which are Preferred Stock all of which are designated as Series E Preferred Stock with a par value per share of \$0.001.

Can you send this to the state and have them proceed? Thanks!

Karen E. Elliott | Customer Service Representative
Incorporating Services, Ltd.

Dover, Delaware

☎ Direct 302.531.0719

☎ 800.346.4646 | ☎ 302.531.0855 | ☎ 302.531.3150

Nationwide Corporate | UCC | Registered A
Federal services, Embassy Legaliza
from our new Washington, DC Bra
☎ 877.531.1131 | ☎ 202.386.7575 | ☎ 202.386.
www.INCserv.com | DCorders@INCserv.com

RECEIVED
SECRETARY OF STATE
CORPORATE DIV
2008 MAY 27 PM 12:00

Globus Medical, Inc.

12/31/2007

Corporate Stock Information

	<u>Shares</u> <u>Authorized</u>	<u>Shares</u> <u>Issued</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
Preferred	50,691,245	50,691,245	Preferred	Series E	\$ 0.001
Common		9,769,770	Common	Series A	\$ 0.001
Common		223,466,416	Common	Series B	\$ 0.001
Total Common	659,178,636	233,236,186			
Total	709,869,881	283,927,431			

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBUS MEDICAL, 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 TWENTY-EIGHTH DAY OF APRIL, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GLOBUS MEDICAL, INC." WAS INCORPORATED ON THE THIRD DAY OF MARCH, A.D. 2003.

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.

3631307 8300

080475546

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6550546

DATE: 04-28-08