

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 100068



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ORIGINAL APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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 Spectra Laboratories, Inc.
2. It is incorporated under the laws of Nevada
3. The name which it elects to use in Rhode Island is _____

(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

4. The date of its incorporation is April 9, 1982 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 _____
502 E. John Street, Suite E, Carson City, Nevada 89706

6. The address of its proposed registered office in Rhode Island is 123 Dyer Street
(Street)
Providence, RI 02903 and the name of its proposed registered agent in
(City/Town) (Zip Code)
Rhode Island at that address is C T Corporation System

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

See attached purpose clause

8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>See attached list of directors.</u>	_____
Director _____	_____
President <u>See attached list of</u>	_____
Vice President _____	_____
Secretary _____	_____
Treasurer _____	_____

FILED
APR 10 1998
By BETH G. 303249

REG. NO. 106
STATE OF RHODE ISLAND
CORPORATIONS DIVISION

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>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000,000	common	(No series)	\$0.01

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
147,414	common	(No series)	\$0.01

11. 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 15%; and 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 16%.

12. An estimate of the value of all property to be owned by it for the following year wherever located is \$ 10,029,200.00

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ 15,000.00

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ 18,278,000.00

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ 128,512.00

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 24, 19 98

Spectra Laboratories, Inc.

(Exact Corporate Name of Corporation Making Application)

By

President or Vice President (check one)
Karen Wilson

AND

By

Secretary or Assistant Secretary (check one)

Denise E. Pedulla

STATE OF Massachusetts
COUNTY OF Middlesex

In Lexington, on this 24th day of March, 19 98, personally appeared before me Karen Wilson, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

Bechany Ann Norris
Notary Public Bechany Ann Norris
My Commission Expires: October 23, 2003

Appendix to Rhode Island
Duplicate Original of Application for Certificate of Authority

**Purpose Clause of
Spectra Laboratories, Inc.**

To conduct laboratory services, together with the sale and marketing of such services. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

04/02/98

Directors/Officers List -

Spectra Laboratories, Inc.

Directors	Title	Address
CRAIG DAWSON	DIRECTOR	95 Hayden Avenue, Lexington, MA 02173
BEN LIPPS	DIRECTOR	95 Hayden Avenue, Lexington, MA 02173
Karen Wilson	DIRECTOR	95 Hayden Avenue, Lexington, MA 02173

Officers	Title	Address
BEN LIPPS	PRESIDENT	95 Hayden Avenue, Lexington, MA 02173
CRAIG DAWSON	SENIOR V.P.	95 Hayden Avenue, Lexington, MA 02173
CHINU JANI	VICE PRESIDENT	8 King Road, Rockleigh, NJ 04767
TIM KADO	VICE PRESIDENT	48818 Kato Road, Fremont, CA 94538
Karen Wilson	VICE PRESIDENT	95 Hayden Avenue, Lexington, MA 02173
HEINZ SCHMIDT	TREASURER	95 Hayden Avenue, Lexington, MA 02173
MARC S. LIEBERMAN	ASST TREASURER	95 Hayden Avenue, Lexington, MA 02173
JAMES V. LUTHER	ASST TREASURER	95 Hayden Avenue, Lexington, MA 02173
Denise E. Pedulla	SECRETARY	95 Hayden Avenue, Lexington, MA 02173
WILLIAM GRIECO	ASST SECRETARY	95 Hayden Avenue, Lexington, MA 02173

03/24/98

Directors/Officers List -

Spectra Laboratories, Inc.

Directors

CRAIG DAWSON
BEN LIPPS
Karen Wilson

Title

DIRECTOR
DIRECTOR
DIRECTOR

Officers

BEN LIPPS
CRAIG DAWSON
CHINU JANI
TIM KADO
Karen Wilson
HEINZ SCHMIDT
MARC S. LIEBERMAN
JAMES V. LUTHER
Denise Pedulla
WILLIAM GRIECO

Title

PRESIDENT
SENIOR VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
VICE PRESIDENT
TREASURER
ASSISTANT TREASURER
ASSISTANT TREASURER
SECRETARY
ASSISTANT SECRETARY

**STATE OF NEVADA
Secretary of State**

I hereby certify that this is a true and complete copy of the document as filed in this office.

FEB 23 '39

Dean Heller
**DEAN HELLER
Secretary of State**

By *[Signature]*