

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

68574

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

BIOMERIEUX VITEK, INC.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the corporation is
BIOMERIEUX VITEK, INC.

SECOND: The name which it elects to use in Rhode Island is
BIOMERIEUX VITEK, INC.

(If the name of 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;)

THIRD: It is incorporated under the laws of Missouri

FOURTH: The date of its incorporation is 6/28/77 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 595 Anglum Dr. Hazelwood, MO 63042-2395

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

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

Sale and service of medical/laboratory diagnostic equipment.

EIGHTH: The names and respective addresses of its directors and officers are:

| <u>Name</u> | <u>Office</u> | <u>Address</u> |
|---------------------|----------------|----------------|
| Please see attached | Director | |
| | Director | |
| | Director | |
| | President | |
| | Vice President | |
| | Secretary | |
| | Treasurer | |

NINTH: 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 per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---|
| 30,000 | Common | | \$1.00 |

TENTH: 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 per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---|
| 9,079 | Common | | \$1.00 |

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 26,000,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 107,116,206.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ -0-

FIFTEENTH: This Application is accompanied by a copy 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 April 3, 1992

BIOMERIEUX VITEK, INC.
[Exact Corporate Name of Corporation Making Application]

By Thomas P. Gutmann
Thomas P. Gutmann Its Vice President
and Janet Pflieger
Janet Pflieger Its Asst. Secretary

STATE OF MISSOURI }
COUNTY OF St. Louis } Sc.

At St. Louis, Missouri in said County on the 3rd day
of April 1992, before me personally appeared
Thomas P. Gutmann, who being by me first duly sworn, declared that
he is the Vice President of BIOMERIEUX VITEK, INC.,
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true.

Sharon S. Hoffmann
Notary Public

(NOTARIAL SEAL)

SHARON S. HOFFMANN, NOTARY PUBLIC
ST. LOUIS COUNTY, STATE OF MISSOURI
MY COMMISSION EXPIRES 8/19/94

RECEIVED
GENERAL STATE
CONFERENCE

JUN 6 2 15 PM '92

Handwritten: 2/15/92

Rec'd & Filed JUN 8 1992

BIOMERIEUX VITEK, INC.

LIST OF OFFICERS & DIRECTORS

Ronald S. Evans
PRESIDENT/DIRECTOR
908 Bristol Manor Ct.
Ballwin, MO 63011

Kunio E. Suzuki
SR. VICE PRESIDENT
703 Cullenmor
St. Charles, MO 63304

Thomas P. Gutmann
VICE PRESIDENT
1608 Donmorr
St. Louis, MO 63131

Joseph Quinn
VICE PRESIDENT
12545 I Lighthouse Way Dr.
St. Louis, MO 63141

Ronald A. Charles
VICE PRESIDENT
28 Summerhill Lane
Ballwin, MO 63011

Scott J. Christensen
VICE PRESIDENT
428 Still Creek Pass
Ellisville, MO 63011

Stephen P. Jasper
VICE PRESIDENT
3110 Churchill
Florissant, MO 63033

Gregory D. Rodgers
VICE PRESIDENT
1912 Bentwood Court
Chesterfield, MO 63017

Charles H. Rogers
VICE PRESIDENT
5098 Monponsett St.
Halifax, MA 02338

Michelle Palladino
DIRECTOR
c/o BioMerieux
Marcy-l'Etoile
69260 Charbonnieres-les-Bains
France

Wentworth E. Potter
VICE PRESIDENT
1231 Hidden Oak
Chesterfield, MO 63017

Marvin P. Candido
ASSISTANT TREASURER
2844 Amburglow
St. Louis, MO 63129

Philippe Villet
SECRETARY/DIRECTOR
c/o BioMerieux
Marcy-l'Etoile
69260 Charbonnieres-
les-Bains, France

Janet Pflieger
ASSISTANT SECRETARY
649 Lake View Rd.
Lake St. Louis, MO 63367

Alain Merieux
DIRECTOR
c/o Institut Merieux
58 Avenue LeClerc
69007 Lyon, France

Nicolas ver Hulst
DIRECTOR
c/o Compagnie Gernerale
D'Industrie et de Participations
89 rue Taitbout
75009 Paris France

Gerard Trouyez
DIRECTOR
c/o BioMerieux
Marcy-l' Etoile
69260 Charbonnieres-les-Bains

Photios T Paulson
DIRECTOR
Prudential-Bache Capital Funding
1 Seaport Plaza
199 Water Street, 32nd Fl.
New York, NY 10292



STATE OF MISSOURI

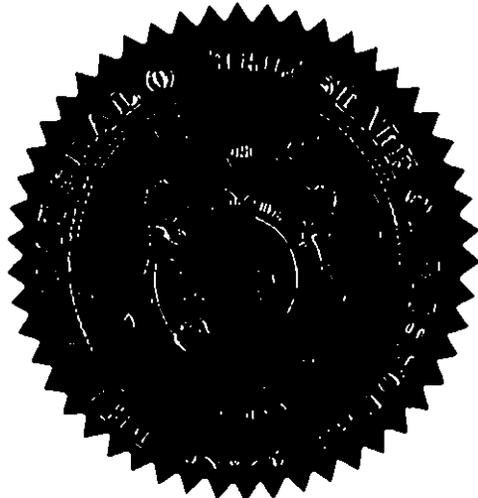
ROY D. BLUNT, Secretary of State

CORPORATION DIVISION

Certificate of Corporate Records

I, ROY D. BLUNT, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this _____ 19TH _____ day of _____ MAY _____, 19 92 .



Roy D. Blunt
Secretary of State