

State of Idaho

Office of the Secretary of State

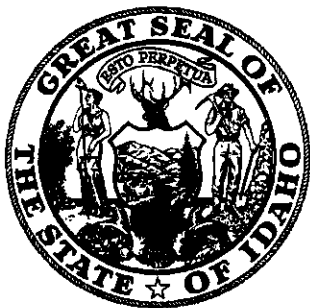
**CERTIFICATE OF AUTHORITY
OF
MEDTRONIC PHYSIO-CONTROL CORP.**

File Number C 134279

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: June 9, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Kemi Kravch*

FILED EFFECTIVE

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application) JUN 9 11 21 AM '00

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

- The name of the corporation is Medtronic Physio-Control Corp.
- The name which it shall use in Idaho is Medtronic Physio-Control Corp.
- It is incorporated under the laws of Washington
- Its date of incorporation is 06/10/1997
- The address of its principal office is 11811 Willows Road NE, Redmond, WA 98052
- The address to which correspondence should be addressed, if different from item 5, is P.O. Box 97006 Redmond, WA 98052
- The street address of its registered office in Idaho is c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702, and its registered agent in Idaho at that address is C T Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached rider		

Dated: 6/5/00Medtronic Physio-Control Corp.

(Corporation name)

By Richard O. Martin

Richard O. Martin

Its President

(specify capacity of signer)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only
IDAHO SECRETARY OF STATE06/09/2000 09:00
CK: 130018215 CT: 30212 BN: 3249911 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C134279

**MEDTRONIC PHYSIO-CONTROL INTERNATIONAL, INC.
DIRECTORS AND OFFICERS DIRECTORY**

BUSINESS ADDRESS		
DIRECTORS:		
Arthur D. Collins, Jr.	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3060	4861 E. Lake Harriet Parkway Minneapolis, MN 55409
Robert L. Ryan	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3111	5840 Long Brake Trail Edina, MN 55439
David J. Scott	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3013	4501 E. Lake Harriet Parkway Minneapolis, MN 55409
OFFICERS:		
Arthur D. Collins, Jr. Chairman	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3060	4861 E. Lake Harriet Parkway Minneapolis, MN 55409
Richard O. Martin President (4/15/91) SS#340-32-0482	Medtronic Physio-Control 11811 Willows Road N.E. Redmond, WA 98052-1013 425-867-4200	11001 Champagne Point Dr. Kirkland, WA 98034
David J. Scott Vice President and Secretary	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3006	4501 E. Lake Harriet Parkway Minneapolis, MN 55409
Robert L. Ryan Vice President and Chief Financial Officer	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3111	5840 Long Brake Trail Edina, MN 55439
Gary L. Ellis Vice President, Controller and Treasurer	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3180	8222 Emerald Lane Woodbury, MN 55125
Margaret A. Osborne Vice President	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3129	3121 Cross Drive NE Minneapolis, MN 55418
Carol E. Malkinson Assistant Secretary	Medtronic, Inc. 7000 Central Avenue, N.E. Minneapolis, MN 55432 612-514-3373	5629 Zenith Avenue South Edina, MN 55410

Scott R. Ryan Assistant Secretary (1/3/00) SS#272-78-3454	Medtronic Physio-Control 11811 Willows Road N.E. Redmond, WA 98052-1013 425-867-4969	244 118 th Avenue SE #26 Bellevue, WA 98005
Sherri L. Pocock Assistant Secretary (3/22/99) SS#480-72-4126	Medtronic Physio-Control 11811 Willows Road N.E. Redmond, WA 98052-1013 425-867-4332	5232 S. Orchard Terrace Seattle, WA 98118

PCIC/PCICDir&Ofcrs-00

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

MEDTRONIC PHYSIO-CONTROL CORP.

I FURTHER CERTIFY that the records on file in this office show that the

above named profit corporation was formed under the laws of the

State of Washington and was issued a Certificate of Incorporation

in Washington on June 10, 1997.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution

have been filed, and that the corporation is duly authorized to

transact business in the corporate form in the State of Washington.



Date: May 23, 2000

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*



Ralph Munro, Secretary of State