

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

MARCONI MEDICAL SYSTEMS, INC.

File Number C 98345

I, PETE T. CENARRUSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, 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 Amended Certificate of Authority to reflect the name change from MARCONI MEDICAL SYSTEMS, INC. to **PHILIPS MEDICAL SYSTEMS (CLEVELAND), INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: December 12, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Delmonico*

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)



To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504 **Idaho Code**, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on 04/27, 1992
authorizing it to transact business in the State of Idaho under the name of _____
Marconi Medical Systems, Inc.
2. Its corporate name has been changed to _____
Philips Medical Systems (Cleveland), Inc.
3. The name which it shall use hereafter in the State of Idaho is _____
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to _____

Dated : December 4, 2001

Philips Medical Systems (Cleveland), Inc.

(Corporation Name)

By _____

William J. Cull, Sr.

Its _____

Vice President

(specify capacity of signer)

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corpforms\AAC.pmf Revised 7/97

IDAHO SECRETARY OF STATE
12/12/2001 05:00
CK: 189038054 CT: 21357 BH: 434202
1 @ 30.00 = 30.00 AMEND CERT # 3
1 @ 20.00 = 20.00 EXPEDITE C # 4

C98345

State of New York } ss: Department of State

I hereby certify, that the Certificate of Incorporation of PHILIPS MEDICAL SYSTEMS (CLEVELAND), INC. was filed on 01/06/1922, under the name of JAMES PICKER, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment JAMES PICKER, INC., changing its name to PICKER X-RAY CORPORATION, was filed 07/13/1927.

A Certificate of Amendment PICKER X-RAY CORPORATION, changing its name to PICKER CORPORATION, was filed 12/15/1967.

A Certificate of Amendment PICKER CORPORATION, changing its name to PICKER INTERNATIONAL, INC., was filed 07/10/1981.

A Certificate of Amendment PICKER INTERNATIONAL, INC., changing its name to MARCONI MEDICAL SYSTEMS, INC., was filed 11/26/1999.

A Certificate of Amendment MARCONI MEDICAL SYSTEMS, INC., changing its name to PHILIPS MEDICAL SYSTEMS (CLEVELAND), INC., was filed 11/13/2001.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of November
two thousand and one.*

Special Deputy Secretary of State