

State of Idaho

Office of the Secretary of State

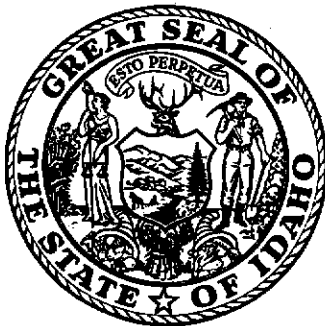
**CERTIFICATE OF AUTHORITY
OF
MEDTRONIC SOFAMOR DANEK USA, INC.**

File Number C 188108

I, BEN YSURSA, 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: August 10, 2010



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

10 AUG 10 AM 10:09

SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is:
MEDTRONIC SOFAMOR DANEK USA, INC.
- The name which it shall use in Idaho is: MEDTRONIC SOFAMOR DANEK USA, INC.
- It is incorporated under the laws of: TENNESSEE
- Its date of incorporation is: 12/27/1999
- The address of its principal office is:
2600 SOFAMOR DANEK DRIVE, MEMPHIS, TN 38132
- The address to which correspondence should be addressed, if different from item 5, is:

- The street address of its registered office in Idaho is: 1111 W JEFFERSON
and its registered agent in Idaho at that address is: CT CORPORATION SYSTEM
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>CHRISTOPHER J. O'CONNELL</u>	<u>PRESIDENT</u>	<u>2600 Sofamor Danek Dr Memphis TN 38132</u>
<u>D. CAMERON FINDLAY</u>	<u>VP AND SECRETARY</u>	<u>2600 Sofamor Danek Dr Memphis TN 381</u>
<u>MICHAEL CLAY BETHELL</u>	<u>ASSISTANT SECTY</u>	<u>2600 Sofamor Danek Dr Memphis TN 381</u>
<u>CHRISTOPHER J. O'CONNELL</u>	<u>DIRECTOR</u>	<u>SAME</u>
<u>MICHAEL CLAY BETHELL</u>	<u>DIRECTOR</u>	<u>SAME</u>

Dated: 7/23/2010Signature: Michael Clay BethellTyped Name: MICHAEL CLAY BETHELLCapacity: ASSISTANT SECRETARY*[The signer must be a director or an officer of the corporation.]*

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corpforms\corp
forms\appforauthority_profit.pmd
Revised 05/2005

0188108
IDAHO SECRETARY OF STATE
08/10/2010 05:00
CK: 1001002155 CT: 242346 BH: 1234196
1 @ 100.00 = 100.00 AUTH PRO # 2



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

JERRI B. PROVINCE
2600 SOFAMOR DANEK DRIVE
Memphis, TN 38132

July 6, 2010

Request Type: Certificate of Existence/Authorization
Request #: 0016819

Issuance Date: 07/06/2010
Copies Requested: 1

Document Receipt

Receipt #: 215261

Filing Fee: \$20.00

Payment-Check/MO - JERRI B. PROVINCE, OLIVE BRANCH, MS

\$20.00

Regarding: MEDTRONIC SOFAMOR DANEK USA, INC.

Filing Type: Corporation For-Profit - Domestic

Charter/Qualification Date: 12/24/1991

Status: Active

Duration Term: Perpetual

Control #: 248184

Date Formed: 12/24/1991

Formation Locale: Shelby County

Inactive Date:

CERTIFICATE OF EXISTENCE

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

MEDTRONIC SOFAMOR DANEK USA, INC.

- * is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;
- * has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;
- * has filed the most recent corporation annual report required with this office;
- * has appointed a registered agent and registered office in this State;
- * has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

Tre Hargett, Secretary of State
Business Services Division

Processed By: Sheila Keeling