

No. C 141229	Due no later than Nov 30, 2004 Annual Report Form		2. Registered Agent and Office NO PO BOX																								
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address: Correct in this box, if applicable		CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83701 3. <u>New</u> Registered Agent Signature																								
	INNERDYNE, INC. TYCO TAX DEPT PO BOX 8749 PRINCETON, NJ 08543																										
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>PRES/DIR.</td> <td>Richard J. MEEUA</td> <td>150 GLOVER AVE.</td> <td>NORWALK</td> <td>CT</td> <td>06856</td> </tr> <tr> <td>SECY.</td> <td>Alan Carlton</td> <td>150 GLOVER AVE.</td> <td>NORWALK</td> <td>CT</td> <td>06856</td> </tr> <tr> <td>TREAS</td> <td>MARTINA HUND-MEJEAN</td> <td>150 GLOVER AVE</td> <td>NORWALK</td> <td>CT</td> <td>06856</td> </tr> </tbody> </table>				Office held	Name	Street or P.O. Address	City	State	Zip	PRES/DIR.	Richard J. MEEUA	150 GLOVER AVE.	NORWALK	CT	06856	SECY.	Alan Carlton	150 GLOVER AVE.	NORWALK	CT	06856	TREAS	MARTINA HUND-MEJEAN	150 GLOVER AVE	NORWALK	CT	06856
Office held	Name	Street or P.O. Address	City	State	Zip																						
PRES/DIR.	Richard J. MEEUA	150 GLOVER AVE.	NORWALK	CT	06856																						
SECY.	Alan Carlton	150 GLOVER AVE.	NORWALK	CT	06856																						
TREAS	MARTINA HUND-MEJEAN	150 GLOVER AVE	NORWALK	CT	06856																						
5. Organized Under the Laws of: DELAWARE C 141229		6. Signature <i>Barbara Burke</i> Barbara Burke <i>10/04</i> Date Vice Pres./Asst. Tres. Name (Typed or Printed) POA																									

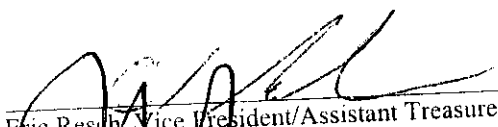
POWER OF ATTORNEY

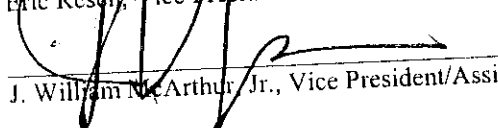
NOTICE IS HEREBY GIVEN THAT Tyco International (US) Inc. ("Corporation"), a corporation incorporated under the laws of Nevada does hereby appoint James Bordonaro and Barbara Burke as attorney-in-fact for the Corporation to act for the Corporation and affiliates and subsidiaries of the Corporation attached hereto as Exhibit A, specifically incorporated herein by reference (The "Subsidiaries") in the Corporation's and Subsidiaries' names for the limited purposes authorized herein.

The Corporation and Subsidiaries, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to file annual reports, annual registrations and forms of similar import on behalf of the Corporation's and Subsidiaries' in any state.


This Power of Attorney expires when revoked by the Corporation or Subsidiaries.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on this 12th day of November, 2003.


Eric Resch, Vice President/Assistant Treasurer


J. William McArthur Jr., Vice President/Assistant Treasurer

Sworn to and subscribed before me
this 12th day of November, 2003


Notary Public, State of Florida
Commission Expires: November 5, 2004



Jutyna Dertse
My Commission CC679799
Expires November 05, 2004