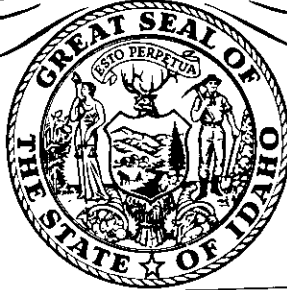


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

SCHERER COMPANY

a corporation duly organized and existing under the laws of **California** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **fourteenth** day of **December** 19**70**, a properly authenticated copy of its articles of incorporation, and on the **fourteenth** day of **December** 19**70**, a designation of **T.H. Eberle or R. B. Kading or J.R. Gillespie** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **14th** day of **December**, A.D., 19**70**.

Pete T. Cenarrusa
Secretary of State

Corporation Clerk

STATE OF CALIFORNIA



DEPARTMENT OF STATE

(PHOTOCOPY CERTIFICATION)

IT IS HEREBY CERTIFIED:

That the photographic reproduction hereunto annexed was prepared by
and in my office from the record on file of which it purports to be a copy,
and that it is full, true and correct.

DATED: _____

NOV 25 1961

H. P. Allin

Secretary of State

By

Ralph B. Martin

Deputy Secretary of State



501170

ARTICLE II INCORPORATION

OF

BRUCE SURGICAL SUPPLY

FILED

In the Office of the Secretary of State
of the State of California

DEC 3 1965

FRANK M. KIRWAN, Secretary of State

Deputy

First: The name of this corporation is:

BRUCE SURGICAL SUPPLY.

Second: The county in the State of California in which the principal office for the transaction of the business of this corporation is to be located is Los Angeles County.

Third: The purposes for which this corporation is formed are:

(a) Primarily and initially to engage in the business of buying and selling, distributing and trading in hospital and surgical supplies and equipment.

(b) To purchase, acquire, own, hold, use, lease (either as lessor or lessee), grant, sell, exchange, subdivide, mortgage, convey in trust, manage, improve, construct, operate and generally deal in any and all real estate, improved or unimproved, stores, office buildings, dwelling houses, apartment houses, hotels, manufacturing plants and other buildings, and any and all other property of every kind or description, real, personal and mixed, and wherever situated, either in California, other states of the United States, the District of Columbia, territories and colonies of the United States, or foreign countries.

(c) To manufacture, fabricate, assemble, to take, purchase and otherwise acquire, own, hold, use, sell, assign, transfer, exchange, lease and otherwise dispose of, and to invest, trade, deal in and deal with goods, wares

Restatement of Right
to Amend Articles

Yes

to purchase, lease, take, and use, then sell, and
dispose of, real estate, and description.

(b) To acquire, by purchase or otherwise, the
goodwill, business, property rights, franchises and interests
of every kind, with or without undertaking, either wholly
or in part, the liabilities of any person, firm, association
or corporation; and to acquire any property, or business
concern or otherwise (i) by purchase of the stock
thereof wholly or in part, (ii) by acquisition of the
assets or any part thereof, or (iii) in any other manner,
and to pay for the same in cash or in shares or bonds or
other evidences of indebtedness of this corporation, or
otherwise; to hold, maintain and operate, or in any manner
dispose of, the whole or any part of the goodwill, business,
rights and property as acquired, and to conduct in any
lawful manner the whole or any part of any business so
acquired; and to exercise all the powers necessary or
convenient in and about the management of such business.

(c) To take, purchase and otherwise acquire, own,
hold, use, sell, assign, transfer, exchange, lease, mortgage,
convey in trust, pledge, hypothecate, grant licenses in
respect of and otherwise dispose of letters patent of the
United States or any foreign country, patent rights,
licenses and privileges, inventions, improvements and
processes, copyrights, trade-marks and trade names, and
governmental, state territorial, county and municipal grants
and concessions of every character which this corporation
may find advantageous in the prosecution of its business
or in the maintenance, operation, development or extension
of its properties.

(f) To enter into, make, perform, carry out, execute, exercise, and otherwise acquire, own, hold, use, sell, assign, transfer, exchange, distribute and otherwise dispose of, with any person, firm, association or corporation, municipality, county, parish, state, territory, government or other municipal or governmental authority,

(g) To become a partner (either general or limited or both) and to enter into agreements of partnership, with one or more other persons or corporations, for the purpose of carrying on any business whatsoever which this corporation may deem proper or convenient in connection with any of the purposes herein set forth or otherwise, or which may be calculated, directly or indirectly, to promote the interests of this corporation or to enhance the value of its property or business.

(h) From time to time to apply for, purchase, acquire by assignment, transfer or otherwise, exercise, carry out and enjoy any benefit, right, privilege, prerogative or power conferred by, acquired under or granted by any statute, ordinance, order, license, power, authority, franchise, commission, right or privilege which any government or authority or governmental agency or corporation or other public body may be empowered to enact, make or grant; to pay for, incur, and contribute toward carrying the same into effect and to appropriate any of this corporation's shares, bond, and/or assets to defray the costs, charges and expenses thereof.

(i) To subscribe or cause to be subscribed for, and to take, purchase and otherwise acquire, own, hold, use, sell, assign, transfer, exchange, distribute and otherwise dispose of, the whole or any part of the shares of the capital stock,

and, to acquire, hold, lease, sell, convey, mortgage, hypothecate, pledge, or otherwise dispose of, real and personal property, of any and every kind, in any part thereof, being other corporation or corporations, association or associations, firm or firms, or person or persons, together with shares, rights, title or interest in, or in respect of, any trust estate, now or hereafter existing, and whether created by the law of the State of California or of any other state, territory or country; and to operate, manage and control such properties, or any of them, either in the name of such other corporation or corporations or in the name of this corporation, and while the owner of any of said shares of capital stock, to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with the power to designate some person or persons for that purpose from time to time, and to the same extent as natural persons might or could do.

(j) To promote or to aid in any manner, financially or otherwise, any person, firm, corporation or association of which any shares of stock, bonds, notes, debentures or other securities or evidences of indebtedness are held indirectly or directly by this corporation; and for this purpose to guarantee the contracts, dividends, shares, bonds, debentures, notes and other obligations of such other persons, firms, corporations or associations; and to do any other acts or things designed to protect, preserve, improve or enhance the value of such shares, bonds, notes, debentures or other securities or evidences of indebtedness.

(j) To purchase, acquire, take, hold, own, use and enjoy, and to sell, lease, transfer, pledge, mortgage, convey, grant, assign or otherwise dispose of, and generally to invest, trade, deal in and with oil royalties, mineral rights of all kinds, mineral bearing lands and hydrocarbon products of all kinds, oil, gas and mineral leases, and all rights and interests therein, and in general products of the earth and deposits, both suboil and surface, of every nature and description.

(k) To purchase, acquire, take, hold, own, use and enjoy, and to sell, lease, transfer, pledge, mortgage, convey, grant, assign or otherwise dispose of, and generally to invest, trade, deal in and with oil royalties, mineral rights of all kinds, mineral bearing lands and hydrocarbon products of all kinds, oil, gas and mineral leases, and all rights and interests therein, and in general products of the earth and deposits, both suboil and surface, of every nature and description.

(l) To purchase, acquire, take, hold, own, use and enjoy, and to sell, lease, transfer, pledge, mortgage, convey, grant, assign or otherwise dispose of, and generally to invest, trade, deal in and with oil royalties, mineral rights of all kinds, mineral bearing lands and hydrocarbon products of all kinds, oil, gas and mineral leases, and all rights and interests therein, and in general products of the earth and deposits, both suboil and surface, of every nature and description.

(m) To carry on any business whatsoever, either as principal or as agent or both or as a partnership, which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation or to enhance the value of

to, and to, in and out of, and to conduct its business in and out of, the State of California, in the District of Columbia, in the territories and countries of the United States, and in foreign countries.

(c) To have and to exercise all the powers conferred by the laws of California upon corporations formed under the laws pursuant to and under which this corporation is formed, in which laws are now in effect or may at any time hereafter be amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

Fourth: This corporation is authorized to issue only one class of shares of stock; the total number of shares which this corporation is authorized to issue is 250; all such shares of stock are to have a par value of \$1,000.00 each; and the aggregate par value of all shares having a par value which this corporation is authorized to issue shall be \$250,000.00.

Fifth: (a) The number of directors of this corporation shall be three.

(b) The names and addresses of the persons who are appointed to act as the first directors of this corporation are:

<u>Name</u>	<u>Address</u>
G. Richard Doty	61 South Flower Street Los Angeles 17, California
Kenneth A. Over	61 South Flower Street Los Angeles 17, California
Thomas R. Davis	61 South Flower Street Los Angeles 17, California

IN WITNESS WHEREOF, for the purpose of forming
this corporation under the laws of the State of California,
the undersigned, constituting the incorporators of this
corporation, including the persons named hereinabove as
the first directors of this corporation, have executed
these Articles of Incorporation this 7th day of December,
1955.

G. Richard Doty
(G. Richard Doty)

Kenneth A. Over
(Kenneth A. Over)

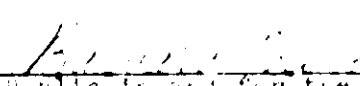
Thomas R. Davis
(Thomas R. Davis)

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

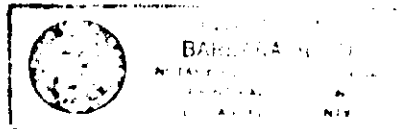
Notary Public in and for the County of Los Angeles, State of California, do hereby certify that the following persons, to-wit: RICHARD DOTY, and THOMAS R. FARMIA, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

WITNESS my hand and official seal.


Notary Public in and for the County
of Los Angeles, State of California.
BARBARA REED

(NOTARIAL SEAL)

My Commission Expires April 1, 1960.



W. H. C. B. S. S. S. S. S.

1955

501170

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

of the State of New York

Secretary of State

Deputy

1. That the Board of Directors of Grand Central Supply, Inc. has duly considered and approved the foregoing, and has adopted the same; and that Grand Central Supply, a California corporation, has duly authorized the undersigned directors of said corporation to execute the foregoing Certificate of Amendment to the By-Laws of said corporation.

2. That the Board of Directors of said corporation has adopted the following resolution pursuant to Section 11.6 of the California Corporations Code and Section 11.7 of the by-laws of said corporation of January 1, 1966, adopted the following resolution:

"RESOLVED: That Article First of the Articles of Incorporation of this corporation be amended to read as follows: 'The name of this corporation is: R. L. Senger Company.'"

6. The number of shares which have been sold in
writing by the company or any investment is 10, being all
the shares of said corporation issued and outstanding, and
the form of which is set forth in the annex:

Under the terms of the contract, the Government of the Republic of China is to provide all the land, labor, and other services needed for the construction of this project. The Government of the Republic of China is also to provide all the necessary facilities and services for the project.

1. *Journal of the American Medical Association*, 1997; 277: 1033-1037.



WITNESSETH THAT I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the original as the same appears in the files of the Federal Bureau of Investigation, U. S. Department of Justice.

3.51
W. V. SCOTT, Jr.
^
Leonard de Koss
Special Agent in Charge, San Francisco

Each of the foregoing certifies under penalty of perjury that the contents of the report in the foregoing exhibit are true and correct to his own knowledge.

For the City of San Francisco, California, on January 3, 1966.

W. V. SCOTT, Jr.
^
Leonard de Koss
Special Agent in Charge, San Francisco

No. chg. to SCHERER COMPANY.

501170
A65759

FILED

In the office of the Secretary of State
of the State of California

FEB 8 1967

FRANK M. [Signature] Secretary of State

Deputy

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

Dan Robinson and A. Kirkham Smith certify that:

1. They are the president and secretary, respectively, of R. L. Scherer Company, a California corporation;
2. That the board of directors of said corporation by Written Consent of Directors of R. L. Scherer Company to Adoption of Resolution pursuant to Section 814.5 of the California Corporations Code and Section 11.7 of the by-laws of said corporation on February 2, 1967, adopted the following resolution:

"RESOLVED: That Article First of the Articles of Incorporation of this corporation be amended to read as follows: 'The name of this corporation is: Scherer Company.'"

3. The number of shares which have consented in writing to the adoption of said amendment is 250, being all the shares of said corporation issued and outstanding, and the form of written consent is as follows:

"Brunswig Drug Company, the undersigned shareholder of said corporation owning all the issued and outstanding shares of said corporation, does hereby approve and consent to

the amending of Articles First of
the Articles of Incorporation of R.
L. Scherer Company to read as
follows:

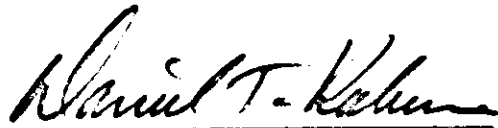
'The name of this corporation
is: Scherer Company.'


DANIEL T. ROBINSON, President


A. KIRKHAM SMITH, Secretary

Each of the foregoing certifies under penalty of
perjury that the matters set forth in the foregoing certificate
are true and correct of his knowledge.

Executed at Vernon, California, on February 2,
1967.


DANIEL T. ROBINSON


A. KIRKHAM SMITH