

No. C 96968	Annual Report Form 1996 <i>Due No Later Than November 30,</i>		2. Registered Agent and Office NOT A P.O. BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct		CT CORPORATION SYSTEM 300 N 6TH STREET
	COMDISCO HEALTHCARE GROUP, I 6133 5444 N RIVER RD		BOISE ID 83701
* FIRST NOTICE *	ROSEMONT IL 60018		3. Organized Under the Laws of: DE C 96968

4. Corporations: Enter Names and Addresses of **President, Secretary and Directors**
 Limited Liability Companies: Enter Names and Addresses of **Managers** or **Members** (check one)

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
SEE STATEMENT #1					

5. NATURE OF BUSINESS EQUIPMENT LEASES SEE STATEMENT #2	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature <u>Michael D. Felish</u> Date <u>09/23/96</u> Name (Typed or Printed) <u>MICHAEL D. FELISH</u> Title <u>AVP - TAX</u>
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ISSUED: 07-06-1996

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COMDISCO HEALTHCARE GROUP, INC.
LIST OF OFFICERS & DIRECTORS
1996

STATEMENT # 1
36-3640329

ADDRESS FOR ALL
OFFICERS & DIRECTORS:
6133 N. River Road
Rosemont, IL 60018

ALL TERMS EXPIRE :
December 10, 1996

DIRECTORS:

Nicholas Pontikes
William N. Pontikes
John J. Vosicky

OFFICERS:

Kenneth Halverson
John J. Vosicky
Louis A. Haboush
Alan J. Andreini
William N. Pontikes
Robert A. Plowman
W. Bradford Wheatley
Jo Dargie
Lyssa Kaye Paul
Kimberly Fiedler
Michael D. Felish
Philip A. Hewes
David J. Keenan
David S. Reynolds
Thomas M. Doerr
Jeremiah M. Fitzgerald
Dean A. Frankel

OFFICE:

President
Chief Financial Officer & Treasurer
Senior Vice President
Vice President
Vice President
Vice President
Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President/Tax
Secretary
Controller
Assistant Controller
Assistant Secretary
Assistant Secretary
Assistant Secretary

Comdisco Healthcare Group, Inc.

36-3640329

NATURE OF BUSINESS

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or 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, relating to or useful in connection with any business of this corporation.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms trusts or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

To borrow or raise moneys for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, and to sell, convey, lease, exchange, transfer or otherwise dispose of or mortgage or pledge, all or any of the corporation's property assets, or any interest therein, wherever situated.

In general, to possess and exercise all the powers and privileges granted by the General Corporation Law of Delaware or by any other law of Delaware or by this certificate of incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

The business and purposes specified in the foregoing classes shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the business and purposes identified in each of the foregoing clauses of this article shall be regarded as independent business and purposes.