



Department of State.

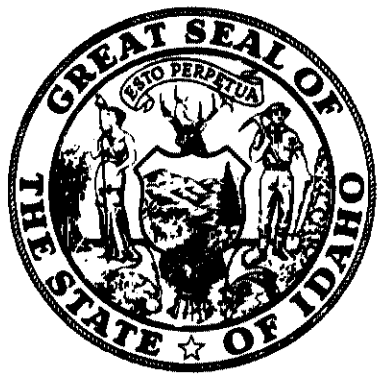
**CERTIFICATE OF AUTHORITY
OF**

SPACELABS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of _____
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to _____
SPACELABS, INC.
to transact business in this State under the name _____
SPACELABS, INC.
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 18, 1991**



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. Zabala

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE
APR 19 8 46 AM

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following information:

1. The name of the corporation is SpaceLabs, Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of California

4. The date of its incorporation is August 20, 1958 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 818 West Seventh Street, Los Angeles, WA 90017

6. The address to which correspondence should be addressed, if different from that in item 5. 15220 NE 40th St., Redmond, WA 98052

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
sales and servicing of medical patient monitoring equipment.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Please see attachment.		

(continued on reverse)

Name

Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 8/19/91

SpaceLabs, Inc.

(Corporation Name)

By [Signature]
Patrick Walsh ~~is~~ ~~President~~ Vice President (please specify)

and [Signature]
Mary Brodd ~~is~~ ~~Secretary~~ Assistant Secretary (please specify)

STATE OF WASHINGTON)

COUNTY OF KING) ss:

I, Karen A. Aust, a notary public, do hereby certify that on this 9th day of August, 19 91, personally appeared before me Patrick J. Walsh, who being by me first duly sworn, declared that (s)he is the Sr. Vice President of SpaceLabs, Inc.

that (s)he signed the foregoing document as Sr. Vice President of the corporation and that the statements therein contained are true.

[Signature]
Notary Public

SPACELABS, INC.

OFFICERS

Carl A. Lombardi, President¹

Patrick J. Walsh, Sr. Vice President, Finance & Administration, & Chief Financial Officer¹

Julie A. Brooks, Vice President, General Counsel & Secretary²

Lou Conti, Vice President, Product Development Systems Products¹

John Hall, Vice President, Customer Service Operations¹

Paul Mathews, Vice President & General Manager, Diagnostics¹

James L. Taylor, Vice President, Vita-Stat¹

Glenn Pelikan, Vice President, Advanced Product Development¹

Drew MacAfee, Vice President, Human Resources¹

Mike Grayson, Vice President, Operations¹

Dennis Larsen, Vice President, Business Development¹

Robert Werrbach, Vice President, Sales, U.S. Monitoring Products¹

Mary Brodd, SpaceLabs General Counsel & Assistant Secretary¹

Frederick J. McKinnon, Associate General Counsel & Assistant Secretary¹

Marcy L. Hikida, Sr. Litigation Counsel & Assistant Secretary²

J. Kevin Cahill, Associate General Counsel & Assistant Secretary¹

Tracy C. Day, Assistant Secretary²

Kevin J. Grady, Assistant Secretary²

Directors

Carl A. Lombardi¹

Julie A. Brooks²

Patrick J. Walsh¹

Addresses

**¹15220 NE 40th Street
Redmond, WA 98052**

**²Suite 6800, Columbia Center
701 Fifth Avenue
Seattle, WA 98104**

7/12/91

State of California

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 20th day of AUGUST, 19 58,

SPACELABS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
12th day of SEPTEMBER, 199

March Fong Eu

Secretary of State