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May 15 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P37346 (4) 1. Corporation Name DEPUY ORTHOPAEDICS, INC.			
Principal Place of Business 700 ORTHOPAEDIC DR WARSAW IN 46581 US		Mailing Address P.O. BOX 988 WARSAW IN 46581-0988 US	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24 25		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29 30	
3. Date Incorporated or Qualified 02/03/1992		4. FEI Number 35-1843282 Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No			
9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE _____ Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD LENT, JAMES A. 700 ORTHOPAEDIC DR WARSAW IN <input checked="" type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	CEO & Director Michael J. Dormer 700 orthopaedic Dr Warsaw, IN 46581 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D MCCAFFREY, MICHAEL 700 ORTHOPAEDIC DR WARSAW IN <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD TIDMORE, WILLIAM 700 ORTHOPAEDIC DR WARSAW IN <input checked="" type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	Br. V. P & Director Steve L. Artusi 700 orthopaedic Dr Warsaw IN 46581 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T PETROVIC, WILLIAM 9115 HAGUE RD INDIANAPOLIS IN <input checked="" type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	VP Richard L. Tharr 700 orthopaedic Dr Warsaw IN 46581 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V SEWARD, TAYLOR 700 ORTHOPAEDIC DR WARSAW IN <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V OBERHAUSEN, THOMAS J. 700 ORTHOPAEDIC DR WARSAW IN 46581 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed or on an attachment with an address.

CR2E034 (10/97)

DEPUY ORTHOPAEDICS, INC.
OFFICERS AND DIRECTORS
 FIN #35-1843282

OFFICERS POSITION	BUSINESS ADDRESS	RESIDENCE ADDRESS	BOARD OF DIRECTORS	DATE OF EXPIRATION
Chairman & Chief Executive Officer Michael J. Dormer	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	15220 Indian Creek Road Fort Wayne, IN 46804	Yes	Indef.
Senior Vice President Finance & Treasurer Thomas Oberhausen	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2004 Grey Birch Ct. Ft. Wayne, Indiana 46804	No	Indef.
Senior Vice President Personnel G. Taylor Seward	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	46 Ems Lane C-18 Warsaw, IN 46580	No	Indef.
Senior Vice President General Counsel & Secretary Steven L. Artusi	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2315 Blue Smoke Trail Mishawaka, IN 46544	Yes	Indef.
Senior Vice President, Research & Development Richard L. Tarr	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2404 S. Sunset Circle Warsaw, IN 46581	No	Indef.
Vice President, Sales David R. Barrett	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	1410 Turnberry Lane Fort Wayne, IN 46804	No	Indef.
Vice President, Healthcare Services William P. McIlhargey	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	1690 S. Walnut Drive Warsaw, IN 46580	No	Indef.
Vice President, Clinical & Regulatory Affairs Steven J. Peoples, DVM	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2204 Eastwood Drive Winona Lake, IN 46590	No	Indef.
Vice President, Operations Richard F. Riel	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	53350 Quince Road South Bend, IN 46628	No	Indef.
Director R. Michael McCaffrey	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	1904 Deer Trail Warsaw, IN 46580	Yes	Indef.