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Amendment  
6-14-65  
SPg

B 23417 - 3

CORDIS CORPORATION

Amend ART III inc cap to  
8,000 com NPV.

FILED IN OFFICE OF SECRETARY  
OF STATE, STATE OF FLORIDA,  
by MRC on June 17, 1965

TOM ADAMS  
SECRETARY OF STATE

corp-1

# cordis

CORDIS CORPORATION  
 841 N. E. 36TH STREET  
 MIAMI, FLORIDA 33137  
 PHONE: 305: 375-1888  
 TWX: 305: 696-5289  
 CARDIOVASCULAR  
 INSTRUMENTATION

JUN 14-65 72 05300 \*\*\*\*\*6.00  
 June 10, 1965 JUN 14-65 72 05200 \*\*\*\*\*5.00  
 JUN 14-65 72 05100 \*\*\*100.00

Secretary of State  
 Tallahassee, Florida

Dear Sir:

- \* Enclosed herewith are original and two copies of an executed Certificate of Amendment to Article III of Cordis Corporation.
- \* Articles of Incorporation. Our check in the amount of \$111.00 is also enclosed covering fees as listed on the remittance advice.

It is hoped that filing of this amendment can be accomplished in the very near future, and we look forward to receiving the two certified copies at your earliest convenience.

Sincerely yours,

*John Sterner*

John Sterner  
 Vice President

JS:mq  
 \* Encls.

C. TAX	100.00
FILING	5.00
R. AGENT FEE	5.00
C. COPY	9.00
TOTAL	111.00
N. BANK	111.00
BALANCE DUE	
REFUND	

*64 paid  
 6-17-65  
 How  
 will*

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 JUN 17 4 14 PM '65  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

## CERTIFICATE OF AMENDMENT

CORDIS CORPORATION, a Florida corporation, under its corporate seal and the hands of its Vice-President, John Sterner, and Assistant Secretary, P. Howard Wills, hereby certifies that:

I.

The Board of Directors of said corporation at a meeting called and held on the 3rd day of May, 1965, adopted the following Resolution:

RESOLVED that Article III of the Corporation's Articles of Incorporation be amended to read as follows:

### "ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Eight Thousand (8,000) Shares of Common Stock with no par value per share, all of which shall be issued fully paid and non-assessable.

No stockholder shall be entitled to subscribe to, or have any pre-emptive rights in or to, any new issue of shares of stock of the corporation, or in or to any distribution of unissued or treasury shares of the corporation's stock."

and that this resolution be proposed to the stockholders for approval. ✓

II.

The meeting of the stockholders of the corporation called by the Board of Directors as aforesaid was held on the 3rd day of May, 1965, and at said special meeting of the stockholders said amendment of the Certificate of Incorporation was duly adopted and approved by more than a majority of the stockholders entitled to vote thereon as provided in the Certificate of Incorporation.

IN WITNESS WHEREOF said corporation has caused this Certificate to be signed in its name and its Vice-President and its

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TALLAHASSEE, FLORIDA

APPROVED AND FILED  
*John Sterner*

corporate seal to be hereunto affixed and attested by its Assistant Secretary,  
this 10th day of June, 1965.

CORDIS CORPORATION,  
a Florida corporation

Attest:

BY: John Sterner  
John Sterner, Vice President

P. Howard Wills  
P. Howard Wills, Assistant Secretary

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

ON THIS DAY personally appeared before me the undersigned  
officer duly authorized by the laws of the State of Florida to take acknowl-  
edgments of deeds, John Sterner, Vice President and P. Howard Wills,  
Assistant Secretary of CORDIS CORPORATION, a Florida corporation, and  
acknowledged that they executed the above and foregoing Certificate of  
Amendment as such officers for and on behalf of said corporation after  
having been duly authorized to do so, and further certifying that at the date  
of their execution of this instrument, both the President and Secretary of  
CORDIS CORPORATION were absent from the continental limits of the  
United States of America and that these affiants acted as the proper succeeding  
corporate officers, in the absence of said President and Secretary.

WITNESS my hand and official seal at Dade County, Florida, this  
the 10th day of June, 1965.

Marion E. Quillen  
Notary Public - State of Florida  
at Large

My Commission Expires:

Notary Public, State of Florida at Large  
My Commission Expires April 18, 1966  
Issued by American Pub & County Co.