



807907

FILED  
2002 FEB 13 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 546123 7136747

AUTHORIZATION :

*Patricia Pijet*

COST LIMIT : \$ 35.00

ORDER DATE : February 11, 2002

ORDER TIME : 9:57 AM

ORDER NO. : 546123-050

000004914550--1

CUSTOMER NO: 7136747

CUSTOMER: Mr. Warren T. Oates, Jr.  
Philips Electronics North  
1251 Avenue Of The Americas

New York, NY 10020

CHANGE OF AGENT

NAME: PHILIPS MEDICAL SYSTEMS  
(CLEVELAND), INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

RECEIVED  
02 FEB 13 AM 10:27  
DIVISION OF CORPORATION

C. Coulllette FEB 13 2002

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of New York submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation : \_\_\_\_\_

PHILIPS MEDICAL SYSTEMS (CLEVELAND), INC.

2. The mailing address of the corporation : 595 Miner Rd. Cleveland, OH 44143

3. Date of incorporation/qualification: May 23, 1949 Document number: 807907

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):  
(P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

\_\_\_\_\_  
(Signature of an officer, chairman or vice chairman of the board)

FEB -7 2002  
(Date)

Robert N. Smith, Vice President  
(Printed or typed name and title)

*Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.*

Corporation Service Company

Carol K. Dolor  
(Signature of Registered Agent)

2-12-02  
(Date)

If signing on behalf of an entity:

Carol K. Dolor

(Typed or Printed Name)

Assistant Vice President

(Capacity)

\*\*\* FILING FEE: \$35.00 \*\*\*