

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 05 1998 8:00am
Secretary of State

*PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **821426** (4)
1. Corporation Name
MEDTRONIC, INC.



Principal Place of Business 7000 CENTRAL AVE. NE MINNEAPOLIS MINNESOTA 55432	Mailing Address 7000 CENTRAL AVE. NE MINNEAPOLIS MINNESOTA 55432
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/10/1968	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 41-0793183	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. 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
				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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VP	1.1 TITLE	
NAME	ELLIS, GARY L	1.2 NAME	
STREET ADDRESS	8222 EMERALD LANE	1.3 STREET ADDRESS	
CITY-ST-ZIP	WOODBURY MN	1.4 CITY-ST-ZIP	
TITLE	TV	2.1 TITLE	
NAME	BEUMER, DALE F	2.2 NAME	
STREET ADDRESS	15575 TARLETON CREST	2.3 STREET ADDRESS	
CITY-ST-ZIP	MAPLE GROVE MN	2.4 CITY-ST-ZIP	
TITLE	VS	3.1 TITLE	
NAME	LUND, RONALD E.	3.2 NAME	
STREET ADDRESS	5585 WATERFORD CIR	3.3 STREET ADDRESS	
CITY-ST-ZIP	SHOREWOOD MN	3.4 CITY-ST-ZIP	
TITLE	PD	4.1 TITLE	
NAME	GEORGE, WILLIAM W	4.2 NAME	
STREET ADDRESS	2284 W LAKE OF ISLES PKW	4.3 STREET ADDRESS	
CITY-ST-ZIP	MINNEAPOLIS MN	4.4 CITY-ST-ZIP	
TITLE	VP	5.1 TITLE	
NAME	ELLWEIN, MICHAEL D.	5.2 NAME	
STREET ADDRESS	17709 POWDERHORN DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	MINNETONKA MN	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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 in an attachment with an address.

CR2E034 (10/97)

SIGNATURE *Dale F Beumer* 4/27/98

MEDTRONIC, INC.
41-0793183
CORPORATE OFFICERS

As of 10/30/97

CORPORATE OFFICER

HOME ADDRESS

William W. George Chief Executive Officer and Chairman of the Board (612) 574-3108	(8/96)	2284 W. Lake of the Isles Parkway Minneapolis, MN 55405
Arthur D. Collins, Jr. President and Chief Operating Officer (612) 574-3060	(8/96)	4861 E. Lake Harriet Parkway Minneapolis, MN 55409
Glen D. Nelson, M.D. Vice Chairman (612) 574-3104	(7/88)	500 Tonkawa Road Long Lake, MN 55356
Ronald E. Lund Sr. Vice President, General Counsel & Secretary (612) 574-3013	(11/90)	5565 Waterford Circle Shorewood, MN 55331
Bobby I. Griffin Executive Vice President & President, Pacing Business (612) 574-4740	(3/91)	1326 Spring Valley Road Golden Valley, MN 55422
Janet S. Fiola Sr. Vice President, Human Resources (612) 574-3744	(3/94)	12920 Pioneer Road Minnetonka, MN 55343
Bill K. Erickson Sr. Vice President & President U.S. Cardiovascular Sales & Marketing (612) 574-3575	(1/82)	6000 Wyngate Lane Minnetonka, MN 55343
Robert L. Ryan Sr. Vice President & Chief Financial Officer (612) 574-3111	(4/93)	5840 Long Brake Trail Edina, MN 55439
Philip M. Laughlin Sr. Vice President & President, Cardiac Surgery Business (612) 574-3008	(7/95)	4913 Rolling Green Parkway Edina, MN 55436
John Meslow Sr. Vice President & President Neurological Business (612) 574-5001	(3/94)	1386 Knollwood Lane Mendota Heights, MN 55118
Gary Ellis Vice President & Corporate Controller (612) 574-3180	(9/94)	8222 Emerald Lane Woodbury, MN 55125
Dale Beumer Vice President, Treasury & Investor Relations (612) 574-3038	(5/96)	15575 Tarleton Crest Maple Grove, MN 55311
B. Kristine Johnson Sr. Vice President and Chief Administrative Officer (612) 514-4414	(5/96)	465 Bovey Road Wayzata, MN 55391
Carol E. Malkinson Assistant Secretary	(7/92)	5629 Zenith Avenue South Edina, MN 55410

Medtronic, Inc.
Board of Directors

William W. George
Chairman of the Board

Medtronic, Inc.
7000 Central Avenue N.E.
Minneapolis, MN 55432

Paul W. Chellgren

Ashland, Inc.
1000 Ashland Drive
Russell, KY 41114

Arthur D. Collins, Jr.

Medtronic, Inc.
7000 Central Avenue N.E.
Minneapolis, MN 55432

Antonio M. Gotto, Jr., M.D.

Cornell University Medical College
Office of the Dean
1300 York Avenue
New York, NY 10021

Bernadine P. Healy, M.D.

Dean, College of Medicine
Ohio State University
254 Meiling Hall
370 W. 9th Avenue
Columbus, OH 43210

Thomas E. Holloran

1201 Yale Place, #1302
Minneapolis, MN 55403

Glen D. Nelson, M.D.

Medtronic, Inc.
7000 Central Avenue N.E.
Minneapolis, MN 55432

Richard L. Schall

1015 Hot Springs Lane
Santa Barbara, CA 93108

Jack W. Schuler

Stericycle, Inc.
1419 Lake Cook Road, Suite 410
Deerfield, IL 60015

Gerald W. Simonson

Omnetics Connector Corporation
7260 Commerce Circle East
Fridley, MN 55432

Gordon M. Sprenger

Allina Health System
5601 Smetana Drive
Minneapolis, MN 55440

Richard A. Swalin, Ph.D.

171 Condon Lane
Port Ludlow, WA 98365-9605