

# F95000001883



9800 METRIC BOULEVARD  
AUSTIN, TEXAS 78758  
512-832-9500  
FAX 834-6300

August 29, 1997

Amendment Section  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Encore Medical Corporation

200002202522--6  
-09/02/97--01104--016  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madame:

I have enclosed the completed and executed Withdrawal of Authority of a Foreign Corporation. Also enclosed is the withdrawal fee in the amount of \$35.00.

Please give me a call if you have any questions or concerns. Thank you for your prompt attention to this matter.

Sincerely,

Harry L. Zimmerman  
Vice President  
Legal Affairs and Investor Relations

HLZ/dma  
Enclosures

FILED  
97 SEP -2 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Devone Ashford authorized  
to correct name to  
Healthcare Acquisition Corp.*

*Withdrawal  
NFT  
9-10-97*

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

HEALTHCARE ACQUISITION CORP.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED  
97 SEP -2 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

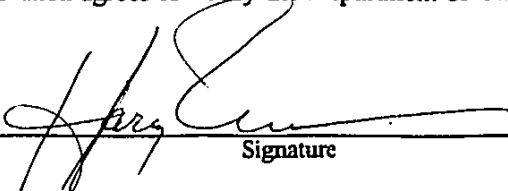
9800 Metric Blvd.

(Mailing Address)

Austin, Texas 78758

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

  
Signature Title  
Harry L. Zimmerman Vice President Legal Affairs  
8/26/97  
Typed or printed name Date