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encore™

July 26, 2002

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

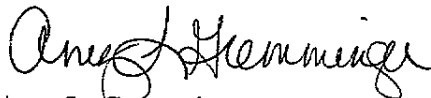
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*****35.00 *****35.00

To Whom It May Concern:

Please find enclosed an original application for withdrawal of a foreign corporation for Chattanooga Group, Inc. I have also enclosed a check for \$35.00 for the filing fee. Please return all correspondence regarding this matter to my attention at Encore Medical Corporation, 9800 Metric Boulevard, Austin, TX 78758. I may be reached at 512-834-6209.

Please feel free to contact me if you have any questions or need further information.
Thank you for your help in this.

Sincerely,



Amy L. Gremminger
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 AUG - 2 PM 1:31

Withdrawal
NP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2002 AUG -2 PM 1:31

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

Chattanooga Group, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

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 for the corporation:

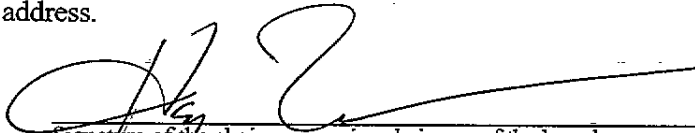
Encore Medical Corporation, 9800 Metric Blvd.

(Mailing Address)

Austin, TX 78758

(City/ State /Zip)

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



Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Executive Vice President

Title

Harry Zimmerman

Typed or printed name

7/26/02

Date