Document Number Only

F98000002558

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City State Zip Phone

000002511270--7
-05/05/98--01099--008
*****70.00 *****70.00

CORPORATION(S) NAME

05/5

US Arrhythmia Inc

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(X) Profit
() NonProfit
() Limited Liability Company
(X) Foreign

() Amendment
() Dissolution/Withdrawal

() Merger
() Mark

() Limited Partnership
() Reinstatement
() Limited Liability Partnership
() Certified Copy

() Annual Report
() Reservation
() Photo Copies

() Other
() Change of R.A.
() Fictitious Name
() CUS

() Call When Ready
(X) Walk In
() Mail Out

() Call if Problem
() Will Wait

() After 4:30
(X) Pick Up

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

5/5/98

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THANKS
JOEY

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Same RA &
Same directors
address as
P97-75499

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. USArrhythmia Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Minnesota
(State or country under the law of which it is incorporated)

3. 41-1859035
(FEI number, if applicable)

4. 12-13-96
(Date of Incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

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6. May 15, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. ~~15851 Dallas Parkway, Suite 925~~
Dallas, TX 75248
(Current mailing address)

8. The transaction of any or all lawful business for which the corporation is authorized to perform under the Florida 1989 Business Corporation Act.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

Michele K. Justesen Asst. Secy.
(Registered agent's signature)
Michele Justesen / Asst. Secy.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O . Box NOT acceptable)

Chairman: Richard M. Luceri

Address: 1900 E. Commercial Blvd., Suite 101
Fort Lauderdale, FL 33308

Vice Chairman: None

Address:

Director: Ronald A. Matricaria

Address: Midwest Plaza, Suite 1860, 801 Nicollet Mall
Minneapolis, MN 55402

Director: Steven W. Cooley

Address: 15851 Dallas Parkway, Suite 925
Dallas, TX 75248 *continued on Attachment A

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President:/CEO: Steven W. Cooley

Address: 15851 Dallas Parkway, Suite 925
Dallas, TX 75248

Vice President: None

Address:

Secretary: Joel H. Green

Address: 4200 IDS Center, 80 South 8th Street
Minneapolis, MN 55402

Treasurer: Walter L. Sembrowich

Address: Midwest Plaza, Suite 1860, 801 Nicollet Mall
Minneapolis, MN 55402

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joel H Green
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joel H. Green, Secretary
(Typed or printed name and capacity of person signing application)

ATTACHMENT A

Director: Ronald E. Eibensteiner
Midwest Plaza, Suite 1860
801 Nicollet Mall
Minneapolis, MN 55402

Director: Walter L. Sembrowich
Midwest Plaza, Suite 1860
801 Nicollet Mall
Minneapolis, MN 55402

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: USArrhythmia Inc.

Date Formed: 12/13/1996

Chapter Governed By: 302A

This certificate has been issued on 05/04/98.

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Joan Anderson Growe
Secretary of State.