



THE UNITED STATES
CORPORATION
COMPANY

F98000002598

ACCOUNT NO. : 072100000032

REFERENCE : 809298 4304756

AUTHORIZATION : Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : May 6, 1998

ORDER TIME : 9:25 AM

ORDER NO. : 809298-040

000002514990--7

CUSTOMER NO: 4304756

CUSTOMER: Robert Porcelli, Legal Asst
Bingham Dana LLP
150 Federal St.

Boston, MA 02110

FOREIGN FILINGS

NAME: ARTROMICK INTERNATIONAL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

85/7

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -7 PM 12:16

RECEIVED
98 MAY -7 AM 10:40
DIVISION OF CORPORATION

**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. Artromick International, 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. Delaware
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. April 9, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 6, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 4800 Hilton Corporate Drive
Columbus, OH 43232
(Current mailing address)
8. sale of medication carts and medication dispensing systems
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Suzanne T. Cryan, Asst. U.P.
(Registered agent's signature)

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.

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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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. WILLIAM H. DABNEY, JR. VICE President
(Typed or printed name and capacity of person signing application)

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ARTROMICK INTERNATIONAL, INC.

List of Officers and Directors

OFFICERS

<u>Name</u>	<u>Office</u>	<u>Business Address</u>
Ronald R. Dubin	Co-Chairman	289 Greenwich Avenue Greenwich, CT 06830
William F. McCord	Co-Chairman	289 Greenwich Avenue Greenwich, CT 06830
Jerome M. Romick	President	4800 Hilton Corporate Drive Columbus, OH 43232
James A. Bates	Treasurer	4800 Hilton Corporate Drive Columbus, OH 43232
Thomas Caracciolo	Vice President and Secretary	289 Greenwich Avenue Greenwich, CT 06830
William H. Dabney, Jr.	Vice President and Assistant Treasurer	289 Greenwich Avenue Greenwich, CT 06830

DIRECTORS

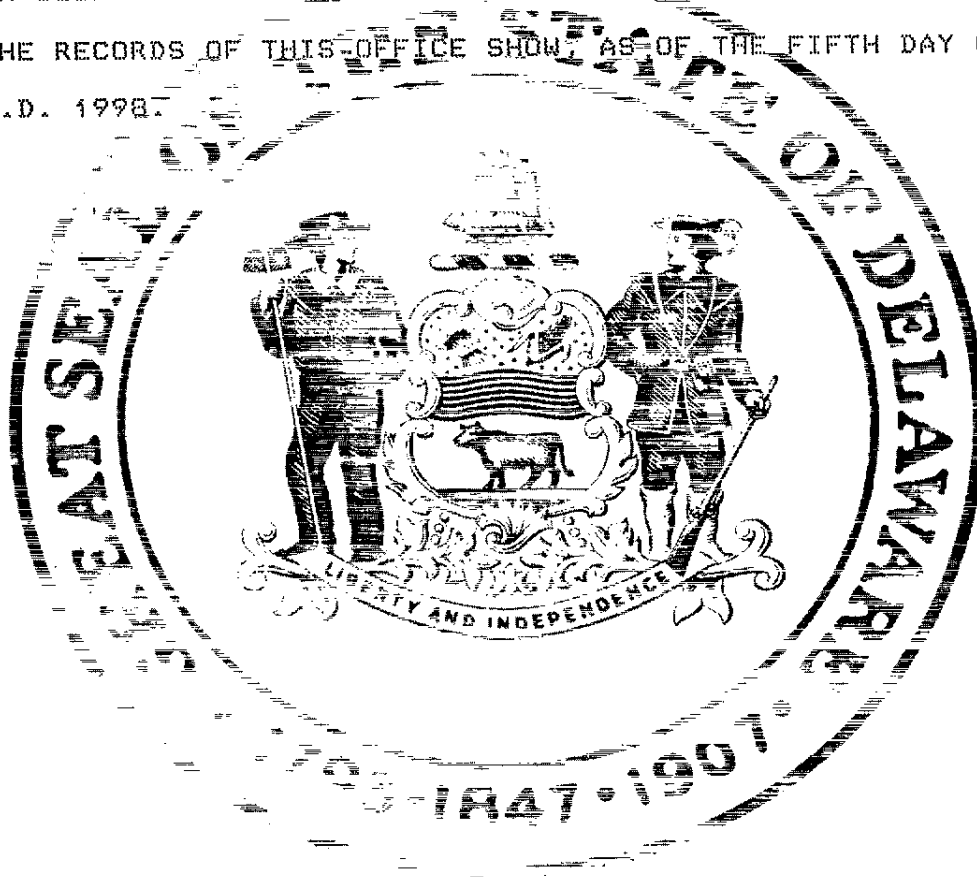
<u>Name</u>	<u>Business Address</u>
Ronald R. Dubin	289 Greenwich Avenue Greenwich, CT 06830
J. Thomas Clark	289 Greenwich Avenue Greenwich, CT 06830
William F. McCord	289 Greenwich Avenue Greenwich, CT 06830
Jerome M. Romick	4800 Hilton Corporate Drive Columbus, OH 43232
Thomas Caracciolo	289 Greenwich Avenue Greenwich, CT 06830
William H. Dabney, Jr.	289 Greenwich Avenue Greenwich, CT 06830

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARTROMICK INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF MAY, A.D. 1998.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9062094

DATE:

05-05-98