

F98000003986

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: COLLINS MEDICAL INC. A MASSACHUSETT CORPORATION
(Name of corporation - must include suffix)

700002587297--2

-07/13/98--01143--001

*****70.00 *****70.00

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Diane E. Celia

(Name of Person)

COLLINS MEDICAL INC.

(Firm/Company)

220 Wood Road

(Address)

Braintree, Massachusetts 02184

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Diane E. Celia

(Name of Person)

at (781) 843-0610 X235

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

9/7/13
98 JUL 13 PM 4:11
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESOLUTION OF BOARD OF DIRECTORS


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I, the undersigned MERVYN J BROWN, do hereby certify
that this Resolution of the Board of Directors of COLLINS MEDICAL INC.

a corporation duly organized and existing under the laws of the State of MASSACHUSETTS
was duly adopted on APRIL, 6TH, 1998.

Resolved, that COLLINS MEDICAL INC., organized
and existing in the State of MASSACHUSETTS, hereby adopts the
name COLLINS MEDICAL INC. A MASS. CORP.
for use in Florida.

Dated: 4/6/98



Signature of at least one director

INHS19(3/95)

**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. COLLINS MEDICAL, INC. A MASSACHUSETTS CORPORATION
(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. MASSACHUSETTS 3. 04-3409992
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/26/98 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 04/08/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 220 Wood Road
Braintree, Massachusetts 02184
(Current mailing address)

8. Sale & Repair of Respiratory Equipment
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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


Name: DAVID HILDERBRAND

Office Address: 1015 COUNTRY CLOSE DR

LUTZ, Florida, 33549
(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.


(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: David Malys

Address: 220 Wood Road

Braintree, Massachusetts 02184

Vice Chairman: _____

Address: _____

Director: Mervyn Brown

Address: 220 Wood Road

Braintree, Massachusetts 02184

Director: _____

Address: _____

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

President: James McCollum

Address: 220 Wood Road

Braintree, Massachusetts 02184

Vice President: _____

Address: _____

Secretary: Gregory Britz

Address: 220 Wood Road

Braintree, Massachusetts 02184

Treasurer: Mervyn Brown

Address: 220 Wood Road

Braintree, Massachusetts 02184

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. MERVYN BROWN - TREASURER

(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATE AFFAIRS
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The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

April 16, 1998

TO WHOM IT MAY CONCERN:

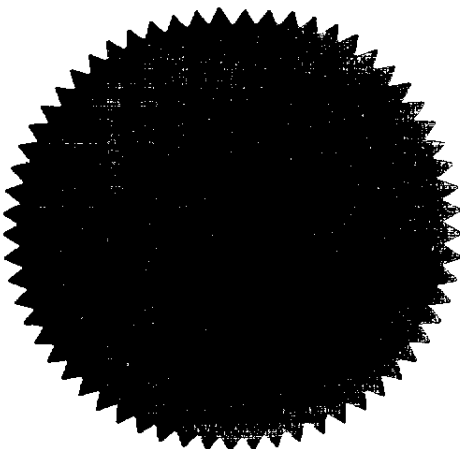
I hereby certify that according to the records of this office

Collins Medical Inc.

is a domestic corporation organized on **February 26, 1998**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolutions; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

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In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.