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Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Alaris Medical Systems, Inc.

400002740674-19  
-01/14/99--01002--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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NonProfit

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Foreign

Limited Partnership

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TO

JEFFREY D. BUTTERFIELD

AL JAN 13 1999

**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. Alaris Medical Systems, 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. 13-3800335 (FEI number, if applicable)

4. October 14, 1994 (Date of incorporation)      5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. July 17, 1998 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 10221 Wateridge Circle, San Diego, California 92121  
(Current mailing address)

8. Manufacture and sale medical device equipment.  
(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:  
Name: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32303-6675  
(Zip Code)

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10. Registered agent 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 obligation of my position as registered agent.*

Kimberly Andras  
(Registered agent's signature) (Officer)

Kimberly Andras Assistant Vice President  
(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: Jeffry M. Picower

Address: 10221 Wateridge Circle  
San Diego, California 92121

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

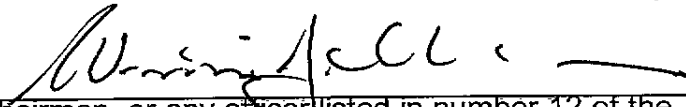
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Treasurer: \_\_\_\_\_

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 J. Mercer, President  
(Typed or printed name and capacity of person signing application)

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of  
Alaris Medical Systems, Inc.**

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1. Jeffry M. Picower  
10221 Wateridge Circle  
San Diego, California 92121
2. Norman M. Dean  
10221 Wateridge Circle  
San Diego, California 92121
3. Henry Green  
10221 Wateridge Circle  
San Diego, California 92121
4. Richard B. Kelsky  
10221 Wateridge Circle  
San Diego, California 92121
5. William J. Mercer  
10221 Wateridge Circle  
San Diego, California 92121

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
Alaris Medical Systems, Inc.**

1. William J. Mercer, President, CEO, CFO & Treasurer  
10221 Wateridge Circle  
San Diego, California 92121
2. John A. de Groot, Vice President, General Counsel and Secretary  
10221 Wateridge Circle  
San Diego, California 92121
3. Sally Grigoriev, Vice President, Quality and Regulatory Affairs  
10221 Wateridge Circle  
San Diego, California 92121
4. James E. May, Vice President, Instromedix Operating Division  
10221 Wateridge Circle  
San Diego, California 92121
5. Richard M. Mirando, Vice President, Operations  
10221 Wateridge Circle  
San Diego, California 92121
6. L. James Runchey, Vice President, Human Resources  
10221 Wateridge Circle  
San Diego, California 92121
7. Richard H. Salzar, Vice President, Latin America and  
10221 Wateridge Circle  
San Diego, California 92121
8. Anthony B. Semedo, Vice President, Corporate Development  
10221 Wateridge Circle  
San Diego, California 92121
9. Jake St. Philip, Vice President and General Manager, North America  
10221 Wateridge Circle  
San Diego, California 92121
10. Henk van Rossem, Vice President, Europe, Africa & Middle East  
10221 Wateridge Circle  
San Diego, California 92121
11. Kevin Whiteley, Vice President, Marketing  
10221 Wateridge Circle  
San Diego, California 92121

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALARIS MEDICAL SYSTEMS, 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 SEVENTH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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STATE  
DEPARTMENT OF REVENUE  
TALLMANSVILLE, DELAWARE



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9509657

DATE: 01-07-99