

COBE CARDIOVASCULAR, INC.
(a Colorado corporation)


CONSENT TO USE OF NAME

I, Edward J. Giachetti, as President and Chief Executive officer of COBE Cardiovascular, Inc., a Colorado corporation, hereby grant consent to the use of the corporate name "COBE Cardiovascular, Inc." to COBE Cardiovascular Operating Co., Inc., a Delaware corporation conducting business in this state.

COBE Cardiovascular, Inc.
a Colorado corporation

Dated: December 21, 1999

By: _____


Edward J. Giachetti
President and Chief Executive Officer

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
99 DEC 30 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. COBE Cardiovascular Operating Co., Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: May 14, 1999

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?
October 27, 1999
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:
COBE Cardiovascular, Inc.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



12/21/1999

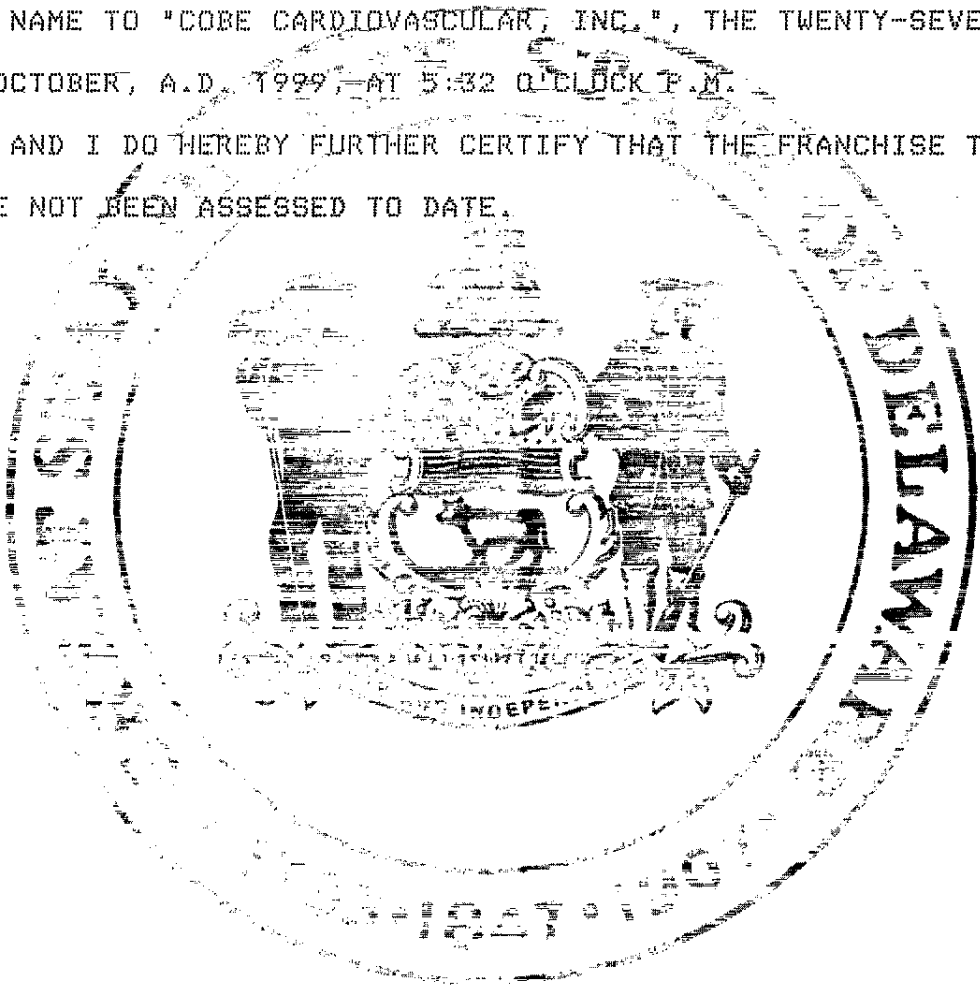
Signature
Name and Title
Thomas Sheldon
Vice President/Chief Financial Officer

Date

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "COBE CARDIOVASCULAR OPERATING CO., INC", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME TO "COBE CARDIOVASCULAR, INC.", THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 1999, AT 5:32 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

3011151 8320

991566175

AUTHENTICATION: 0169481
DATE: 12-29-99