

F99000003717
 DEPT. OF REVENUE
 103 N. MERIDIAN STREET, LOWER LEVEL
 TALLAHASSEE, FL 32301
 904-222-1173
 FILING COVER SHEET
 ACCT. #FCA-14

CONTACT: CINDY HICKS
 DATE: 7-16-99
 REF. #: 0173.7587
 CORP. NAME: Advanced Medical Procedures, Inc

W99-16505

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- CERT. OF AUTHORITY
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER:

RECEIVED
 99 JUL 16 PM 4: 28
 DEPARTMENT OF REVENUE
 DIVISION OF CORPORATIONS
 TALLAHASSEE FLORIDA

STATE FEES PREPAID WITH CHECK# 14931 FOR \$ 70.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

500002934155--4
 -07/19/99--01002--017
 *****70.00 *****70.00

COST LIMIT: \$ _____

PLEASE RETURN: LC 7/21

- CERTIFIED COPY
- PLAIN STAMPED COPY

TALLAHASSEE FLORIDA
 DEPARTMENT OF REVENUE
 DIVISION OF CORPORATIONS
 99 JUL 21 AM 9: 10

FILED

 Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 19, 1999

CCRS
ATTN: CINDY HICKS

SUBJECT: ADVANCED MEDICAL PROCEDURES, INC.
Ref. Number: W99000016505

We have received your document for ADVANCED MEDICAL PROCEDURES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

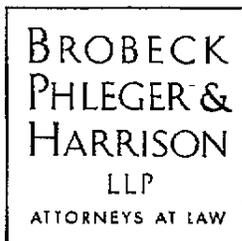
Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 099A00036837



TELEPHONE: (949) 790-6300
 FACSIMILE: (949) 790-6301
 WRITER'S DIRECT DIAL: (949) 790-6487
 EMAIL: fjackson@brobeck.com

38 TECHNOLOGY DRIVE
 IRVINE
 CALIFORNIA 92618-5312
 www.brobeck.com

July 20, 1999

Via Facsimile

[COMPANY LETTERHEAD]

Mr. Lee Rivers
 Examiner
 Division of Corporations
 Florida Department of State
 409 East Gaines Street
 Tallahassee, FL 32399

99 JUL 21 AM 9:10
 FILED
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

Re: Advanced Medical Procedures, Inc., a Delaware Corporation -
 Application to Transact Business in Florida as a Foreign
 Corporation under Section 607.1503

Dear Mr. Rivers:

I, Jerry Anderson, as the Managing Member of Advanced Medical Procedures, LLC, a Florida limited liability company hereby consent to the use of the name Advanced Medical Procedures, Inc., a Delaware corporation in he State of Florida for the purpose of its filing the Application by Foreign Corporation for Authorization to Transact Business in Florida, as it is a related entity of Advanced Medical Procedures, LLC.

Very truly yours,

ADVANCED MEDICAL PROCEDURES LLC

By: _____
 Jerry Anderson
 Managing Member

Attachment: Certificate of Merger filed in State of Delaware

cc: J.R. Kang, Esq, - BPHIrvine
 William R. Hughes, CFO and Secretary – Advanced Medical Procedures, Inc.

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Paul W. Mikus

Address: 7 Studebaker, Irvine, CA 92618

Director: _____

Address: _____

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

President: Paul W. Mikus

Address: 7 Studebaker, Irvine, CA 92618

Vice President: _____

Address: _____

Secretary: William R. Hughes

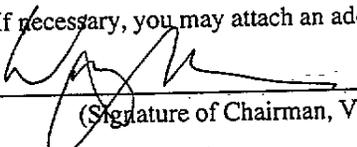
Address: 7 Studebaker, Irvine, CA 92618

Treasurer: William R. Hughes

Address: 7 Studebaker, Irvine, CA 92618

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TALLAHASSEE FLORIDA

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 R. Hughes, Chief Financial Officer and Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVANCED MEDICAL PROCEDURES, 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 FOURTEENTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ADVANCED MEDICAL PROCEDURES, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF JUNE, A.D. 1999.

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

FILED
99 JUL 21 AM 9:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

3063223 8300

991288486

AUTHENTICATION: 9864347

DATE: 07-14-99