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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-0821
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FLORIDA PROFIT/NON PROFIT CORPORATION
LISTER ACQUISITION COMPANY

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LISTER ACQUISITION COMPANY

1. The name of the Corporation is Lister Acquisition Company (the "Corporation").
2. The principal place of business and mailing address of the corporation is: One Medline Place, Mundelein, IL 60060.
3. The nature of the business or purposes to be conducted or promoted is: To engage in any lawful act or activity for which corporations may be organized under the laws of Florida.
4. The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of common stock and the par value of each of such shares is \$0.001.
5. The address of the registered office in the State of Florida is Corporation Service Company, 1201 Hays Street, in the city of Tallahassee. The name of the registered agent at such address is The Corporation Service Company.
6. The name and mailing address of the incorporator is as follows:

NameMailing Address

Alex Liberman

Medline Industries, Inc.
One Medline Place
Mundelein, IL 60060

7. The Corporation is to have perpetual existence.
8. In furtherance and not in limitation of the power conferred by statute, the board of directors is expressly authorized to make, alter, amend or repeal the bylaws of the Corporation.
9. Elections of directors need not be by written ballot unless the bylaws of the Corporation shall so provide.

10. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.
11. A director of this Corporation shall, to the fullest extent permitted by the Florida Business Corporation Act as it now exists or as it may hereafter be amended, not be personally liable to this Corporation. If the Florida Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as so amended. Any amendment, repeal or modification of this paragraph 11, or the adoption of any provision of these Articles of Incorporation inconsistent with this paragraph 11, shall not apply to adversely affect any right or protection of a director of this Corporation existing at the time of such amendment, repeal, modification or adoption.
12. Each person who is or was or had agreed to become a director or officer of the Corporation, or while serving as a director or officer of the Corporation is or was serving or who had agreed to serve at the request of the board of directors or an officer of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including the heirs, executor, administrator or estate of such person), shall be indemnified by the Corporation to the fullest extent permitted by the Florida Business Corporation Act or any other applicable law as presently or hereafter in effect. The right to indemnification granted by this paragraph 12 shall include the right to be paid in advance for expenses incurred in defending a proceeding to the fullest extent permitted by the Florida Business Corporation Act or any other applicable law as presently or hereafter in effect. The Corporation may, by action of the board of directors, provide indemnification to other employees and agents of the Corporation with the same scope and effect as the foregoing indemnification of directors and officers. The right of indemnification provided in this paragraph 12 shall not be exclusive of any other rights to which any person seeking indemnification may otherwise be entitled, and shall be applicable to matters otherwise within its scope irrespective of whether such matters arose or arise before or after the adoption of this paragraph 12. Without limiting the generality or the effect of the foregoing, the Corporation may adopt bylaws, or enter into one or more agreements with any person, which provide for indemnification and/or advancement of expenses greater or different than that provided in this paragraph 12 or the Florida Business Corporation

Act. Any amendment, repeal or adoption of any provision inconsistent with this paragraph 12 shall not adversely affect any right or protection existing hereunder immediately prior to such amendment, repeal or adoption and no amendment, repeal or adoption will affect the legality, validity or enforceability of any contract entered into or right granted prior to the effective date of such amendment, repeal or adoption.

[Signature page follows]

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Stephanie Milnes Stephanie K. Milnes
Assistant Vice President

Date

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

[Signature]
Required Signature/Incorporator

4-17-12
Date

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