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**FREDRIKSON & BYRON, P.A.**  
*Attorneys and Advisors*

Minneapolis  
London

*Affiliated Offices:*  
Mexico City  
Warsaw

1100 International Centre  
900 Second Avenue South  
Minneapolis, MN 55402-3397  
(612) 347-7000  
FAX (612) 347-7077  
www.fredlaw.com

Direct Dial No.  
(612) 336-4124  
kricke@fredlaw.com

December 21, 1999

**DELIVERED BY FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000003078970--5  
-12/23/99--01030--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Empi, Inc.

Ladies/Gentlemen:

Enclosed is an original and one copy of the executed Application by Foreign Corporation for Withdrawal of Authority to Transact Business in Florida and our check in the amount of \$35 for the filing fee.

Please return evidence of this filing to the undersigned.

Sincerely,

*Kathleen C. Riche*

Kathleen C. Riche  
Paralegal

Enclosures

::ODMA\PCDOCS\FBDOCS1\2331491\1

**FILED**  
99 DEC 23 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*With Reg*  
*1/6*

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

Empi, Inc.

(Name of Corporation)

Minnesota

(Incorporated Under Laws Of)

FILED  
99 DEC 23 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

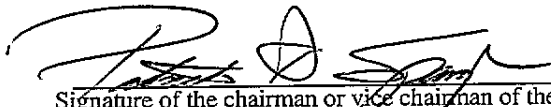
599 Cardigan Road

(Mailing Address)

St. Paul, MN 55126-4099

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature of the chairman or vice chairman of the board,  
president, or any officer.

Chief Financial Officer

Title

Patrick D. Spangler

Typed or printed name

December 21, 1999

Date