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P92000008515

March 26, 1998

FEDEX

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

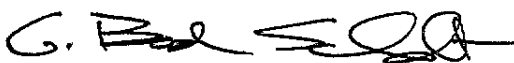
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Dear Sir or Madam:

**Articles of Amendment of Bauer Medical, Inc.**

Enclosed are one original and one copy of the Articles of Amendment of Bauer Medical, Inc., a Florida corporation. I have also enclosed a filing fee of \$ 35. Please file these Articles of Amendment and return a file-stamped copy of this Articles of Amendment to me.

Sincerely,



G. Booker Schmidt

Enclosures (3)

c: Bauer Medical, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
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## Articles of Amendment of Bauer Medical, Inc.

Pursuant to Section 607.1001 of the Florida Business Corporation Act, Bauer Medical, Inc., a Florida corporation, amends its Articles of Incorporation as follows:

1. Article 1, Corporate Name, is amended to read as follows:

The Corporation's name shall be Bauer Holding Corporation.

2. On March 25, 1998, pursuant to Section 607.0821 of the Florida Business corporation Act, all the corporation's directors consented to the adoption of the following resolution in lieu of a special meeting of the corporation's board of directors:

Resolved, that the corporation shall amend Article 1 of its Articles of Incorporation, changing the name of the corporation from Bauer Medical, Inc. to Bauer Holding Corporation.

3. On March 25, 1998, pursuant to Section 607.0704 of the Florida Business corporation Act, all the corporation's shareholders consented to the adoption of the following resolution in lieu of a special meeting of the corporation's shareholders:

Resolved, that the corporation shall amend Article 1 of its Articles of Incorporation, changing the name of the corporation from Bauer Medical, Inc. to Bauer Holding Corporation.

I, as the corporation's president, have executed these Articles of Amendment on March 25, 1998.

By *Tony N. Hanson*  
Tony N. Hanson  
President

*Hillsborough County, Florida*

This Articles of Amendment was acknowledged before me on March 25, 1998, by Tony N. Hanson, President of Bauer Medical, Inc., a Florida corporation, for the corporation.

My commission expires *6/5/2001*

*Mary Louise Compton*  
Notary Public

