

P93000021572

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MERGER OR SHARE EXCHANGE

CORDIS NEUROVASCULAR, INC.

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Merger

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December 22, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORDIS NEUROVASCULAR, INC.
P.O. BOX 025700
MIAMI, FL 33102US

SUBJECT: CORDIS NEUROVASCULAR, INC.
REF: P93000021572

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You referred to an incorrect document number for Cordis Neurovascular, Inc.

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) 245-6892.

Tina Roberts
Regulatory Specialist II

FAX Aud. #: H08000277934
Letter Number: 608A00061274

EFFECTIVE DATE
12-29-08

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DIVISION OF CORPORATIONS

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ARTICLES OF MERGER
OF
CORDIS DEVELOPMENT CORPORATION
INTO
CORDIS NEUROVASCULAR, INC.

Pursuant to the provisions of Section 607.1105 of the Florida Statutes, the undersigned hereby certify that:

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Cordis Neurovascular, Inc.	Florida	P930000021572

Second: The name and jurisdiction of the merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Cordis Development Corporation	Florida	P92000005954

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on December 29, 2008.

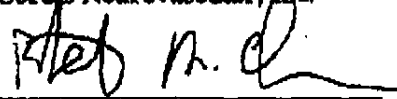
Fifth: The Plan of Merger was adopted by the board of directors of the surviving corporation on December 9th, 2008 and shareholder approval was not required.

Sixth: The Plan of Merger was adopted by the board of directors and shareholder of the merging corporation on December 9th, 2008.

Seventh: Signatures for each party

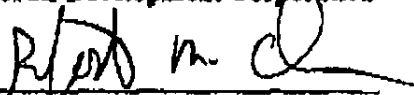
(Signature Page Follows)

Cordis Neurovascular, Inc.

A handwritten signature in black ink, appearing to read "R. M. Clark", written over a horizontal line.

Robert M. Clark, Vice President

Cordis Development Corporation

A handwritten signature in black ink, appearing to read "R. M. Clark", written over a horizontal line.

Robert M. Clark, Vice President

PLAN OF MERGER

The Plan of Merger, dated as of the 9th day of December, 2008, is in compliance with Section 607.1101 of the Florida Statutes and is between Cordis Development Corporation, a corporation duly organized and existing under the laws of the State of Florida, herein called the merging corporation and Cordis Neurovascular, Inc., a Florida corporation, herein called the surviving corporation.

1. The merging corporation shall be merged into the surviving corporation.
2. There are no amendments to the articles of incorporation of the surviving corporation to be effected by the merger.
3. The terms and conditions of the merger are as follows:
 - (a) The by-laws of the surviving corporation as they exist on the effective date of the merger shall be and remain the by-laws of the corporation surviving the merger until the same shall be altered, amended and repealed as therein provided.
 - (b) The directors and officers of the surviving corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.
 - (c) At the effective time of the merger, all property, rights, privileges and other asset of every kind and description of the merging corporation shall be transferred to, vested in and devolve upon the surviving corporation, without further act or deed.
 - (d) The effective date of the merger shall be December 29, 2008.
4. All of the issued and outstanding shares of the merging corporation and the surviving corporation are owned and will be owned at the effective time of the merger by Cordis Corporation, a Florida corporation. At the effective time of the merger, all of the issued and outstanding shares of the merging corporation shall be canceled and no shares of the surviving corporation shall be issued and exchanged therefore.