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Gerald E. Anderson, Esq.
Paralegal

December 16, 1996

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Attention: New Filings

Dear Secretary of State:

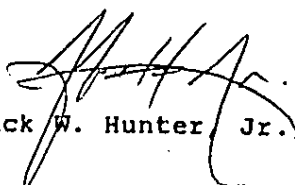
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*****70.00 *****70.00

Enclosed for filing are the Articles of Incorporation for "Transfemoral Technologies, Inc." along with an acceptance of "Resident Agent" by the person named in the Articles as Resident Agent.

Our check in the amount of \$70.00 is enclosed, to cover the initial filing fee.

Should you need any additional information please contact us at your convenience at the above address. Thank you.

Sincerely,


Jack W. Hunter, Jr., Esq.

56 DEC 20 AM 10:58

WJW 12-96

96 DEC 20 AM 10:58

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
TRANSFEMORAL TECHNOLOGIES, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Transfemoral Technologies, Inc.

The address of the principal office of this corporation shall be 1980 North Atlantic Avenue, Ste #416, Cocoa Beach, Florida 32931, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of development of vascular surgical technologies and may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1980 North Atlantic Avenue, Ste#412, Cocoa Beach, Florida 32931, and the name of the initial registered agent of the corporation at that address is Jack W. Hunter, Jr., Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Elliot H. Kornberg, M.D.
Dir./Pres./Sec./Tres.

1980 N. Atlantic Avenue, Ste#416
Cocoa Beach, FL 32931

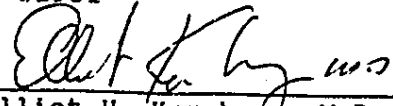
ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Elliot H. Kornberg, M.D.
1980 N. Atlantic Avenue, Ste#416
Cocoa Beach, FL 32931



Elliot H. Kornberg, M.D.

96 DEC 20 AM 10:58

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Jack W. Hunter, Jr., a Florida resident, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Jack W. Hunter, Jr.