

P97000087259



ACCOUNT NO. : 072100000032

REFERENCE : 863113 4716519

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 35.000

FILED
00 DEC 18 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 13, 2000

ORDER TIME : 10:03 AM

ORDER NO. : 863113

CUSTOMER NO: 4716519

CUSTOMER: Mr. J Sturm
Vital Signs, Inc.
20 Campus Road

2000003503442--8

Totowa, NJ 07512

CHANGE OF AGENT

NAME: VITAL PHARMA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds -- EXT#1133

EXAMINER: _____

RECEIVED
00 DEC 18 AM 10:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COULLETTE DEC 19 2000

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: VITAL PHARMA, INC.
2. The mailing address of the corporation is: 20 Campus Drive, Totowa, NJ 07512
3. Date of incorporation/qualification: OCTOBER 9, 1997 Document number: P97000087259
4. The name and address of the current registered agent and office:

Hal Baseman

1006 W. 15th Street

Riviera Beach, FL 33404

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

12/13/00
(Date)

Jay Sturm, Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By:

(Signature of Registered Agent)

(Date)

If signing on behalf of an entity:

Elizabeth R. Konevsky
(Typed or Printed Name)

Asst. V.P.
(Capacity)

*** FILING FEE: \$35.00 ***