



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF OMRON MARSHALL PRODUCTS, INC. FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 1990, AT 9 O'CLOCK A.M.

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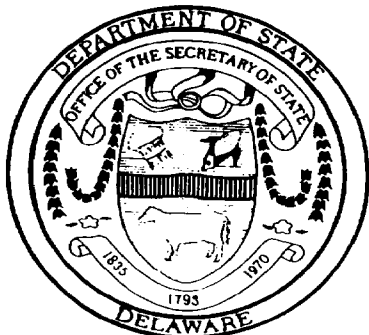
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DEC. 31 A.D. 19 90

Michael T. Scaer

RECORDER

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 12887448

DATE: 12/13/1990

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
OMRON MARSHALL PRODUCTS, INC.**

adopted in accordance with the
provisions of Section 242 of
the General Corporation Law
of the State of Delaware

We, Michael S. Bisulca, President, and Gordon T. Boyd, Assistant Secretary, of Omron Marshall Products, Inc., a corporation existing under the laws of the State of Delaware, do hereby certify as follows:

FIRST: that the name of the corporation is Omron Marshall Products, Inc.

SECOND: that the Certificate of Incorporation of the corporation was filed by the Secretary of State of Delaware on the 7th day of June, 1974.

THIRD: that the Certificate of Incorporation of said Corporation has been amended as follows:

The name of the Corporation is "OMRON HEALTHCARE, INC."

FOURTH: that such amendment has been duly adopted in accordance with provisions of the General Corporation Law of the State of Delaware by the written consent of the sole shareholder of all of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, we have signed this Certificate this 13th day of NOVEMBER, 1990.

OMRON MARSHALL PRODUCTS, INC.

By: Michael S. Bisulca
Michael S. Bisulca, President

ATTEST:

Gordon T. Boyd
Gordon T. Boyd,
Assistant Secretary