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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Burton A. Amernick
Name of Person Signing


Signature

5-23-60
Date

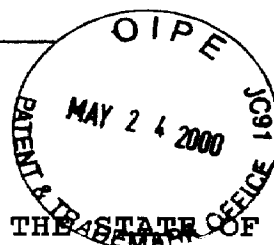
Total number of pages comprising cover sheet: [7]

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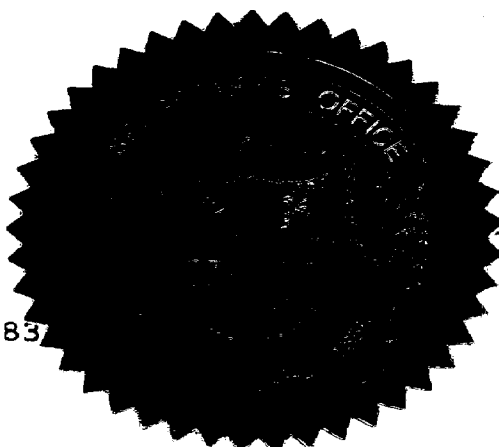
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SIMS PORTEX, INC.", FILED A CERTIFICATE OF CORRECTION, CHANGING ITS NAME TO "SIMS PORTEX INC.", THE SIXTEENTH DAY OF JANUARY, A.D. 1998, AT 3 O' CLOCK P.M.



Edward J. Freel, Secretary of State

2059958 83

981074339

AUTHENTICATION:

8943332

DATE:

02-26-98

TRADEMARK
REEL: 002086 FRAME: 0034

CERTIFICATE OF CORRECTION FILED TO CORRECT
A CERTAIN ERROR IN THE CERTIFICATE OF AMENDMENT TO
THE CERTIFICATE OF INCORPORATION OF SIMS PORTEX, INC.
FILED IN THE OFFICE OF THE SECRETARY OF STATE
OF DELAWARE ON OCTOBER 20, 1997



SIMS PORTEX, INC., a corporation organized and existing under and by
virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

1. The name of the corporation is SIMS PORTEX, INC.
2. That a Certificate of Amendment was filed by the Secretary of State of Delaware on October 20, 1997 and that said Certificate requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.
3. The inaccuracy or defect of said Certificate of Amendment to be corrected is as follows: The name of the corporation, which was to be amended, was incorrectly given. Thus, the name currently of record, SIMS PORTEX, INC., is incorrect.
4. Article the First of the Certificate of Amendment is corrected to read as follows: See attached sheet.

IN WITNESS WHEREOF, I, Thomas Westra, as Secretary of SIMS Portex Inc. (aka SIMS PORTEX, INC.), have duly executed this Certificate this 12th day of January, 1998.


Secretary
SIMS PORTEX, INC.

PM02/211771.1

TOTAL P.02

TOTAL P.03

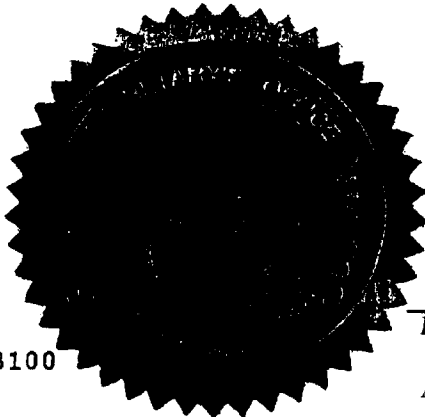
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State of Delaware
Office of the Secretary of State

PAGE 1



I, EDWARD J. FREEL, 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 "SMITHS INDUSTRIES MEDICAL SYSTEMS, INC.", CHANGING ITS NAME FROM "SMITHS INDUSTRIES MEDICAL SYSTEMS, INC." TO "SIMS PORTEX, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF OCTOBER, A.D. 1997, AT 3:30 O'CLOCK P.M.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

2059958 8100

981176034

AUTHENTICATION: 9069553

DATE: 05-07-98

TRADEMARK

REEL: 002086 FRAME: 0036

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
SMITHS INDUSTRIES MEDICAL SYSTEMS, INC.**

A17457



Smiths Industries Medical Systems, Inc. (the "Corporation"), a corporation organized under and by virtue of the General Corporation Law of the State of Delaware (the "Delaware General Corporation Law"), for the purpose of amending its Certificate of Incorporation, pursuant to Section 242(b) of the Delaware General Corporation Law,

DOES HEREBY CERTIFY:

FIRST: That by the written consent of the Directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and directing that said amendment be submitted to the sole stockholder of the Corporation for consideration and approval thereof. The resolutions setting forth the proposed amendment are as follows:

BE IT FURTHER RESOLVED, that, pursuant to Section 242 of the General Corporation Law of the State of Delaware, Article I of the Certificate of Incorporation of this Corporation be amended in its entirety to read as follows:

1. The name of the corporation is: SIMS PORTEX, INC.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the sole stockholder of the Corporation gave its written consent, in accordance with Section 228 of the Delaware General Corporation Law, to the proposed amendment, which consent was filed with the Secretary of the Corporation.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed by the undersigned officers this 30th day of September, 1997.

SMITHS INDUSTRIES MEDICAL SYSTEMS, INC.

By: 
Jeffrey R. Spielman
President

ATTEST:


Thomas C. Westra
Secretary

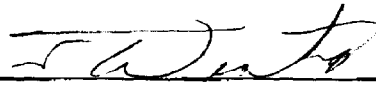
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TOTAL P.04

APPOINTMENT OF DOMESTIC AGENT

Burton A. Amernick and all attorneys of Pollock, Vande Sande & Amernick are designated as domestic representatives upon whom notice or process in proceedings affecting U.S. Trademark Registration No. 1,706,514 for the mark FILTER-PRO may be served.

SIMS PORTEX INC.

By: 
Thomas Westra
Secretary

Date: 4/19/00