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2000-12-27 12:28:05

Cook County Recorder 27.50

File Number 5244-465-9



0001012400

State of Illinois
Office of
The Secretary of State

Whereas,

APPLICATION FOR WITHDRAWAL OF
ICS MEDICAL CORPORATION
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS
CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 15TH day of DECEMBER A.D. 2000 and of the Independence of the United States the two hundred and 25TH



Jesse White

Secretary of State

Jesse White
 Secretary of State
 Department of Business Services
 Springfield, IL 62756
 Telephone (217) 782-6961
 http://www.sos.state.il.us

Remit payment in check or money order, payable to "Secretary of State."

FILED

DEC 15 2000

JESSE WHITE
 SECRETARY OF STATE

File # F5244-465-9

SUBMIT IN TRIPLICATE

**This space for use by
 Secretary of State**

Date 12-15-00

License Fee	\$
Franchise Tax	\$
Filing Fee	\$ 25.00
Penalty	\$
Interest	\$
Approved:	<u> </u>

1. CORPORATE NAME: ICS Medical Corporation
2. STATE OR COUNTRY OF INCORPORATION: Delaware
3. Post office address to which may be mailed a copy of any process against the corporation that may be served on the Secretary of State:
Janet O. Love, Lord, Bissell & Brook, 115 S. LaSalle St., 35th Floor, Chicago, IL 60603
4. No portion of its issued shares at this time is represented by business transacted or property located in this State.
5. It surrenders its authority to transact business in Illinois.
6. It revokes the authority of its registered agent in Illinois to accept service of process, and hereby consents that service of process in any suit, action or proceeding based upon any cause of action arising in this State during the time this corporation was licensed to transact business in this State may hereafter be made on such corporation by service thereof upon the Secretary of State.

(COMPLETE ONLY WHEN APPLICABLE)

7. (a) List all issuances of shares not previously reported to the Secretary of State (including shares issued for cash or other property, share dividends, share splits, share exchanges pursuant to Section 11.10, and shares to effect an exchange or reclassification of issued shares) and give the value of the entire consideration received therefor, less expenses; list any amounts added or transferred to paid-in capital, without the issuance of shares.

Date of Issuance or Contribution	Class	Par Value	Number of Shares Issued	Entire Consideration Received
				\$
				\$ _____
			TOTAL	\$

- (b) List all cancellations of shares not previously reported to the Secretary of State, and give the cost.

Date of Cancellation	Class	Number of Shares Cancelled	Cost
			\$
			\$ _____
			TOTAL
			\$

(COMPLETE BOTH SIDES OF REPORT)

8. Issued shares at date of execution:

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Class	Series	Par Value	Number of Shares
Common	None	\$25.00	2,000

9. Paid-in capital at date of execution:

Paid-in Capital \$ 50,000

("Paid-in Capital" replaces the terms "Stated Capital" and "Paid-in Surplus" and is equal to the total of these accounts.)

10. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated December 13, 2000
(Month & Day) (Year)

ICS Medical Corporation
(Exact Name of Corporation)

attested by X [Signature]
(Signature of Secretary or Assistant Secretary)
Robert M. Simenson, Secretary
(Type or Print Name and Title)

by X [Signature]
(Signature of President or Vice President)
Delmar F. Bloem, President
(Type or Print Name and Title)

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Return to:

Inga Scheckel
Lord, Bissell & Brook
115 S. LaSalle St., 35th Floor
Chicago IL 60603

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