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File Number 5743-101-8

93823137

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STATE OF ILLINOIS
OFFICE OF
THE SECRETARY OF STATE



DEPT-01 \$25.50
T-4444 TRAN-7925 10/14/93 11:22:00
\$2537 * -93-823137
COOK COUNTY RECORDER

Whereas,

ARTICLES OF INCORPORATION OF
RDB MANUFACTURING COMPANY, INC.

93823137

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE 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, George H. Ryan, 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

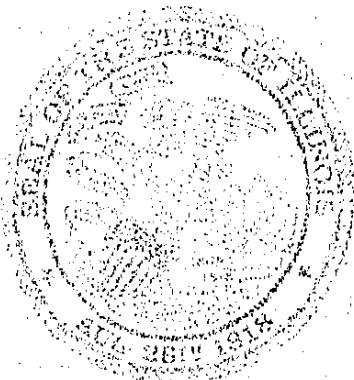
be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this 12TH

day of AUGUST A.D. 1993 and

of the Independence of the United States

the two hundred and 18TH



George H. Ryan
SECRETARY OF STATE

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Property of Cook County Clerk's Office

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Form **BCA-2.10**

ARTICLES OF INCORPORATION

(Rev. Jan. 1991)

George H. Ryan
 Secretary of State
 Department of Business Services
 Springfield, IL 62756
 Telephone (217) 782-6961

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

FILED

AUG 12 1993

GEORGE H. RYAN
 SECRETARY OF STATE

SUBMIT IN DUPLICATE!

This space for use by Secretary of State

Date: 8-12-93

Franchise Tax \$ 25.00

Filing Fee \$ 75.00

Approved: [Signature] 100.00

1. CORPORATE NAME: **RDB MANUFACTURING COMPANY, INC.**

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent: **KDKA A. Richter**

Initial Registered Office: **1100 W. Northwest Highway 219**

Prospect, IL 60056 Cook

3. Purpose or purposes for which the corporation is organized: **93823137**

(If not sufficient space to cover this point, add one or more sheets of this size.)

To manufacture surgical instrumentation and to engage in any other lawful activity pursuant to the Business Corporation Act of the State of Illinois.

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

| Class | Par Value per Share | Number of Shares Authorized | Number of Shares Proposed to be Issued | Consideration to be Received Therefor |
|--------|---------------------|-----------------------------|----------------------------------------|---------------------------------------|
| Common | \$ N/A | 10,000 | 1000 | \$ 1,000.00 |
| | | | | TOTAL \$1,000.00 |

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:

(If not sufficient space to cover this point, add one or more sheets of this size.)

STATE OF ILLINOIS

(over)

25.00

5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: _____
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

| Name | Residential Address |
|------|---------------------|
| | |
| | |
| | |

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ _____
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

7. **OPTIONAL: OTHER PROVISIONS:**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated August 7, 1993 93823137

| Signature and Name | Address |
|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|
| 1. <u>Robert D. Booth</u> Signature Robert D. Booth (Type or Print Name) | 9278 Barberrry Lane Street Des Plaines, Illinois 60016 City/Town State Zip Code |
| 2. _____ Signature (Type or Print Name) | 2. _____ Street City/Town State Zip Code |
| 3. _____ Signature (Type or Print Name) | 3. _____ Street City/Town State Zip Code |

(Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on unformed copies.)
 NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice President and verified by him, and attested by its Secretary or Assistant Secretary.

FEE SCHEDULE

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25 and a maximum of \$1,000,000.
- The filing fee is \$75.
- The minimum total due (franchise tax + filing fee) is \$100.
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

FILED
 AUG 12 1993
 GEORGE H. RYAN
 SECRETARY OF STATE

Illinois Secretary of State Springfield, IL 62756
 Department of Business Services Telephone (217) 782-6961