

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF
SIEMENS MEDICAL SYSTEMS, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of Delaware
, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is SIEMENS MEDICAL SYSTEMS, INC.

SECOND: The address of its present registered office is 101 Dyer Street,
Suite 3A, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
123 Dyer Street, Providence, R. I. 02903

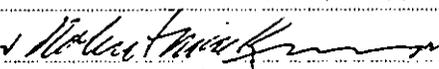
FOURTH: The name of its present registered agent is
UNITED STATES CORPORATION COMPANY

FIFTH: The name of its successor registered agent is
C T CORPORATION SYSTEM

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

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

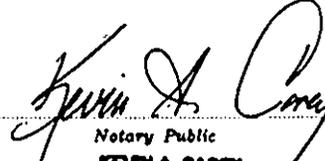
Dated December 2, 1988

SIEMENS MEDICAL SYSTEMS, INC.
By 
Robert MacKinnon
Its President

STATE OF New York }
COUNTY OF New York } SC.

At New York in said county on this 2nd day
of December, 1988, personally appeared before me
Robert MacKinnon, who, being by me first duly sworn, declared that he
is the President of SIEMENS MEDICAL SYSTEMS, INC.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public
KEVIN A. CAREY
Notary Public, State of New York
No. 31-4842281
Qualified in New York County
Commission Expires September 18, 1990

FORM 8

(R.I. - 2131 - 12/9/86)

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SECRETARY OF STATE
CORPORATIONS DIV.

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New York State Department of State
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Office of the Secretary of State
Albany, New York

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