

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 121285



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Universal Hospital Services, Inc. N.J. Reg'd

2. It is incorporated under the laws of Delaware

3. The name which it elects to use in Rhode Island is UHS, Inc

(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

4. The date of its incorporation is 10/12/2001 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801

6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street  
(Street)  
Providence, RI 02903 and the name of its proposed registered agent in  
(City/Town) (Zip Code)

Rhode Island at that address is CT Corporation System

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
See Attachment

8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>SEE ATTACHMENT</u>	
Director _____	
President _____	
Vice President _____	
Secretary _____	
Treasurer _____	

**FILED**  
NOV 14 2001  
By [Signature]  
273802

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
35,000,000	common		\$0.01
25,000	preferred	B	\$0.01
6,975,000	preferred	no series	\$0.01

10. The aggregate number of its issued shares, itemized by classes, par value shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
11,275,044	common		\$0.01
6,246	preferred	B	\$0.01
0	preferred	no series	\$0.01

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located .057; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year .0836.

12. An estimate of the value of all property to be owned by it for the following year, wherever located is \$ 234,985,529

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ 134,068

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ 95,315,038

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ 79,715.

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 23, 2001

Universal Hospital Services, Inc.

(Exact Corporate Name of Corporation Making Application)

By Gerald L. Brandt

Gerald L. Brandt  President or  Vice President (check one)

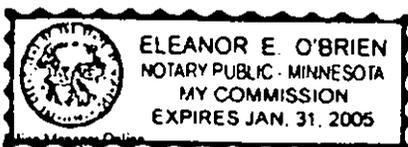
AND

By Edward D. Yun

Edward D. Yun  Secretary or  Assistant Secretary (check one)

STATE OF Minnesota  
COUNTY OF Hennepin

In Bloomington, on this 23<sup>rd</sup> day of OCTOBER, 19-2001, personally appeared before me Gerald L. Brandt, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.



Eleanor E. O'Brien  
Notary Public

My Commission Expires: 1/31/2005

Attachment to Rhode Island  
Application for Certificate of Authority

**Purpose Clause**

to provide moveable medical equipment outsourcing services Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of its jurisdiction of incorporation.

UNIVERSAL HOSPITAL SERVICES, INC.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
David E. Dovenberg	Director President and Chief Executive Officer	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Michael Cannizzaro	Director	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Samuel B. Humphries	Director	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Steven G. Segal	Director	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Edward D. Yun	Director Secretary	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Robert H. Braun	Senior Vice President, Sales and Marketing	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
John A. Gappa	Senior Vice President, Finance and Chief Financial Officer	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Jeffrey L. Singer	Senior Vice President, Purchasing & Logistics	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Andrew R. Amicon	Vice President, National Accounts and Disposable Sales	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Gerald L. Brandt	Vice President, Finance and Controller	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431
Michael R. Johnson	Vice President, Administration	3800 West 80 <sup>th</sup> Street, Suite 1250 Bloomington, MN 55431

State of Delaware  
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "UNIVERSAL HOSPITAL SERVICES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWELFTH DAY OF OCTOBER, A.D. 2001, AT 11:30 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TWELFTH DAY OF OCTOBER, A.D. 2001, AT 11:32 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME FROM "UHS ACQUISITION CORP." TO "UNIVERSAL HOSPITAL SERVICES, INC.", FILED THE TWELFTH DAY OF OCTOBER, A.D. 2001, AT 11:33 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2001, AT 9:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1443596

DATE: 11-13-01