

Filing fee \$35.00

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

Medtronic, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on July 15, 1986, authorizing it to transact business in Rhode Island under the name of Medtronic, Inc.

SECOND: The corporate name of the corporation has been changed to
No change
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is
Medtronic, Inc.

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No change
(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued:
(see §§7-1.1-103, 7-1.1-109, 7-1.1-110, of the General Laws, 1956, as amended) (If increase of authorized capital stock, state:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100,000,000	Common		\$.10
2,500,000	Preferred		\$1.00

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 410,866,971
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 51,197
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ 305,410,339
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 804,955

Dated October 24 , 1986.

MEDTRONIC, INC.

By *Raymond J. Dittich*
Raymond J. Dittich

Its Vice President

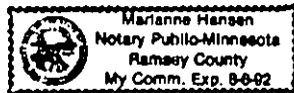
and *William E. Drake*
William E. Drake
Its Secretary

STATE OF Minnesota

COUNTY OF Anoka

} Sc.

At City of Fridley in said County on the 24th day
of October 1986, before me personally appeared Raymond J.
Dittich, who being by me first duly sworn, declared that he is the
Vice President of Medtronic, Inc.,
that he signed the foregoing document as such Vice President
of the corporation, and that the statements therein contained are true.



Marianne Hansen
Notary Public

(NOTARIAL SEAL)

CPDP 119.50
CHK 119.50
0134A001 11/24/86 PAID

CP35 35.00
CHK 35.00
0133A001 11/24/86 PAID

NOV 23 1986
VR

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a true and correct copy of the document as filed for record in this office.

DATED: 11/12 1988

James A. Anderson
Secretary of State

By Blair Coffey