

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

66995

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

DePuy Inc.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the corporation is DePuy Inc.

SECOND: The name which it elects to use in Rhode Island is

DePuy Inc.

(If the name of 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;)

THIRD: It is incorporated under the laws of Indiana

FOURTH: The date of its incorporation is January 1, 1992 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 3550 U.S. Highway 30 East, Warsaw, IN 46580

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

Manufacture, distribution and sales of orthopedic and medical supplies and equipment, and to transact any and all lawful business for which corporations may be qualified.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
	Director	
	Director	
SEE ATTACHED	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: 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:

<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>
1000	Common	--	without par value

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

<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>
1000	Common	--	without par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located is \$ 36,200,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 229,000,000.00

FOURTEENTH: 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 \$ 60,000.00

FIFTEENTH: This Application is accompanied by a copy 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 Jan 23, 1992

DePuy, Inc.
[Exact Corporate Name of Corporation Making Application]

By R. Michael McCaffrey
Its President
and Steven L. Artus
Its Secretary

STATE OF Indiana }
COUNTY OF Kosciusko } Sc.

At Warsaw, Indiana in said County on the 23rd day
of January 1992, before me personally appeared
Steven L. Artus, who being by me first duly sworn, declared that
he is the Secretary of DePuy Inc.,
that he signed the foregoing document as such Secretary of the
corporation, and that the statements therein contained are true.

Mark T. Piazza
Notary Public

(NOTARIAL SEAL)

MARK T PIAZZA
NOTARY PUBLIC STATE OF INDIANA
KOSCIUSKO COUNTY
MY COMMISSION EXP. OCT. 27, 1995

RECEIVED
FEB 11 11 05 AM '92

Rec'd & Filed
FEB 10 1992
AMT 73657



<u>Name</u>	<u>Office</u>
James A. Lent	Chairman
Michael McCaffrey	President
Richard Bolesky	Senior Vice President- Technology
Taylor Seward	Senior Vice President- Administration
Thomas J. Oberhausen	Senior Vice President-Finance
William Tidmore	Senior Vice President- International
Steven L. Artusi	Senior Vice President, General Counsel & Secretary
William Petrovic	Treasurer

The names and post office addresses of the initial board of directors of the Corporation are:

<u>Name</u>	<u>Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
James A. Lent	c/o of DePuy Inc. 3550 U.S. Highway 30 East	Warsaw	IN	46580
R. Michael McCaffrey	c/o of DePuy Inc. 3550 U.S. Highway 30 East	Warsaw	IN	46580
William Tidmore	c/o of DePuy Inc. 3550 U.S. Highway 30 East	Warsaw	IN	46580
Steven L. Artusi	c/o of DePuy Inc. 3550 U.S. Highway 30 East	Warsaw	IN	46580



ARTICLES OF INCORPORATION

State Form 4159 (R 7 / 8-89)

Approved by State Board of Accounts - 1989

INSTRUCTIONS: Use 8 1/2 x 11 inch white paper for inserts.
Filing requirements - Present original and one copy to the address in the upper right corner of this form.

Provided by:

JOSEPH H. HOGSETT
Secretary of State
Room 155, State House
Indianapolis, Indiana 46204
(317) 232-6576
Indiana Code 23-1-21-2
FILING FEE \$90.00

ARTICLES OF INCORPORATION OF

(Indicate the appropriate act)

The undersigned desiring to form a corporation (herein after referred to as "Corporation") pursuant to the provisions of:

☒ Indiana Business Corporation Law

☐ Indiana Professional Corporation Act 1983

As amended, executes the following Articles of Incorporation:

ARTICLE I - NAME

Name of Corporation

DePuy Inc. (The effective date of this document shall be January 1, 1992)

(The name must contain the word "Corporation," "Incorporated," "Limited," "Company" or an abbreviation of one of those words.)

ARTICLE II - REGISTERED OFFICE AND AGENT

(The street address of the corporation's initial registered office in Indiana and the name of its initial registered agent at that office is:)

Name of Agent

Steven L. Artusi

Street Address of Registered Office

c/o DePuy
3550 U.S. Highway 30 East, Warsaw, Indiana

ZIP code

46580

ARTICLE III - AUTHORIZED SHARES

Number of shares: One Thousand (1,000), common shares

If there is more than one class of shares, shares with rights and preferences, list such information on "Exhibit A."

ARTICLE IV - INCORPORATORS

The name(s) and address(es) of the incorporator(s) of the corporation:

NAME	NUMBER AND STREET OR BUILDING	CITY	STATE	ZIP CODE
Steven L. Artusi	3550 U.S. Hwy 30 East	Warsaw	IN	46580

In Witness Whereof, the undersigned being all the incorporators of said corporation execute these Articles of Incorporation and verify, subject to penalties of perjury, that the statements contained herein are true,

this 1st day of November 19 91

Signature

Printed Name

Steven L. Artusi

Signature

Printed Name

Signature

Printed Name

This instrument was prepared by (Name)

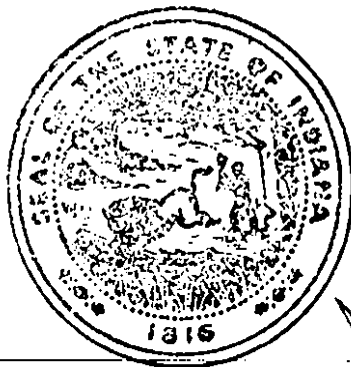
Mark T. Piazza

Address (Number, Street, City and State)

3550 U.S. Highway 30 East, Warsaw, Indiana

ZIP code

46580



STATE OF INDIANA
Office of the Secretary of State

I hereby certify that this is a true and complete copy of the
_____ page document(s)
as filed in this office.

DATED 1-15- 1992

[Signature]
Secretary of State

By [Signature]
This Certification Stamp replaces our previous Certification System.