

1520

Filing fee: \$10.00

APPLICATION FOR  
CERTIFICATE OF WITHDRAWAL  
OF

TECHNICON INSTRUMENTS CORPORATION

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-112 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Withdrawal from the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is  
TECHNICON INSTRUMENTS CORPORATION

SECOND: It is incorporated under the laws of Delaware

THIRD: It is not transacting business in the State of Rhode Island.

FOURTH: It hereby surrenders its authority to transact business in Rhode Island.

FIFTH: It revokes the authority of its registered agent in Rhode Island to accept service of process, and consents that service of process in any action, suit or proceeding based upon any cause of action arising in Rhode Island during the time the corporation was authorized to transact business in Rhode Island may thereafter be made on the corporation by service thereof on the Secretary of State of the State of Rhode Island.

SIXTH: The post-office address to which the Secretary of State may mail a copy of any process against the corporation that may be served on him is 1127 Myrtle Street  
Elkhart, Indiana 46514

SEVENTH: 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, as of this date is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,000	Common	- - -	\$0.10

EIGHTH: 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, as of this date is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,000	Common	- - -	\$0.10

NINTH: The amount of its stated capital as of this date is \$ 172,818,142.00

TENTH: All corporate taxes and fees due to the State of Rhode Island have been paid.

Dated December 9, 19 91

TECHNICON INSTRUMENTS CORPORATION

By: [Signature]  
Duff A. Brace  
Its Vice President

and [Signature]  
Franklin E. Breckenridge  
Its Asst. Secretary

STATE OF INDIANA }  
COUNTY OF ELKHART } Sc.

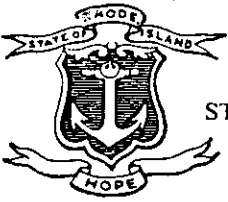
At Elkhart, Indiana in said county on the 9th day of  
December, 19 91, before me personally appeared  
Duff A. Brace, who being by me first duly sworn, declared that he is the  
Vice President of TECHNICON INSTRUMENTS CORPORATION,  
that he signed the foregoing document as such Vice President of the  
corporation, and that the statements therein contained are true.

[Signature]  
Notary Public

(NOTARIAL SEAL)

LINDA CHISHOLM  
Notary Public State of Indiana  
Elkhart County  
My Commission Exp. July 9, 1993

Dec 8 10 25 AM '91  
#9  
206  
Linda Chisholm  
Notary Public  
Dec 8 1991



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Administration  
DIVISION OF TAXATION  
One Capitol Hill  
Providence, RI 02908-5800

FAX (401) 277-6006

November 18, 1992

TO WHOM IT MAY CONCERN:

**Re: TECHNICON INSTRUMENTS CORPORATION**

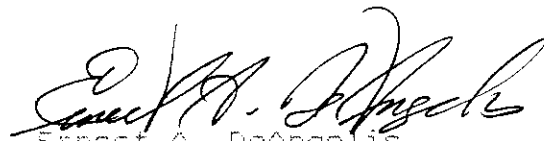
It appears from our records that the abovenamed corporation has filed all of the required Business Corporation Tax Returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of this date regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the abovenamed corporation for the purpose of:

**WITHDRAWAL**

Very truly yours,

  
G. Gary Clark  
Tax Administrator

  
Ernest A. DeAngelis  
Chief Revenue Agent  
Corporations