

4I-1170

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
SCHNEIDER (USA) INC

The undersigned hereby certifies that, pursuant to a joint written action of the Board of Directors and the sole shareholder of Schneider (USA), Inc, a Minnesota corporation (the "Corporation"), dated April 19, 1999, the resolution set forth below was duly adopted in accordance with the provisions of Chapter 302A of the Minnesota Business Corporation Act, and that such amendment has not been subsequently modified or rescinded.

AMENDMENT OF THE ARTICLES OF INCORPORATION

WHEREAS, the Board and sole shareholder desire to change the name of the Corporation;

NOW, THEREFORE, BE IT RESOLVED, that Article I of the Articles of Incorporation of the Corporation shall be amended in its entirety to read as follows:

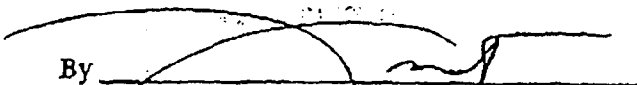
"ARTICLE I

The name of the corporation is Boston Scientific Scimed, Inc."

FURTHER RESOLVED, that the officers of the Corporation are, and each hereby is, authorized to prepare, execute, acknowledge and file articles of amendment with the Minnesota Secretary of State in the manner required by law, and to take such other steps as are necessary or appropriate to give effect to these resolutions.


IN WITNESS WHEREOF, I have executed this certificate this 27th day of April, 1999.

SCHNEIDER (USA) INC

By 
Lawrence C. Best
Vice President and Chief Financial Officer

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR 27 1999

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Secretary of State