

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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**May 15 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P37346 (4)

1. Corporation Name
DEPUY ORTHOPAEDICS, INC.

Principal Place of Business 700 ORTHOPAEDIC DR WARSAW IN 46581 US	Mailing Address P.O. BOX 988 WARSAW IN 46581-0988 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 02/03/1992	
21 Suite, Apt. #, etc.	22 City & State	26 Suite, Apt. #, etc.	27 City & State	4. FEI Number 35-1843282	Applied For <input type="checkbox"/> Not Applicable
23 Zip	24 Country	28 Zip	29 Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>				\$5.00 May Be Added to Fees	
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No					

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE CD	NAME LENT, JAMES A.	1.1 TITLE CEO & Director
STREET ADDRESS 700 ORTHOPAEDIC DR	CITY-ST-ZIP WARSAW IN	1.2 NAME Michael J. Dorman
		1.3 STREET ADDRESS 700 orthopaedic Dr
		1.4 CITY-ST-ZIP Warsaw, IN 46581
TITLE D	NAME MCCAFFREY, MICHAEL	2.1 TITLE
STREET ADDRESS 700 ORTHOPAEDIC DR	CITY-ST-ZIP WARSAW IN	2.2 NAME
		2.3 STREET ADDRESS
		2.4 CITY-ST-ZIP
TITLE PD	NAME TIDMORE, WILLIAM	3.1 TITLE Br. V. P & Director
STREET ADDRESS 700 ORTHOPAEDIC DR	CITY-ST-ZIP WARSAW IN	3.2 NAME Steve L. Artusi
		3.3 STREET ADDRESS 700 orthopaedic Dr
		3.4 CITY-ST-ZIP Warsaw IN 46581
TITLE T	NAME PETROVIC, WILLIAM	4.1 TITLE VP
STREET ADDRESS 8115 HAGUE RD	CITY-ST-ZIP INDIANAPOLIS IN	4.2 NAME Richard L. Torr
		4.3 STREET ADDRESS 700 orthopaedic Dr
		4.4 CITY-ST-ZIP Warsaw IN 46581
TITLE V	NAME SEWARD, TAYLOR	5.1 TITLE
STREET ADDRESS 700 ORTHOPAEDIC DR	CITY-ST-ZIP WARSAW IN	5.2 NAME
		5.3 STREET ADDRESS
		5.4 CITY-ST-ZIP
TITLE V	NAME OBERHAUSEN, THOMAS J.	6.1 TITLE
STREET ADDRESS 700 ORTHOPAEDIC DR	CITY-ST-ZIP WARSAW IN 46581	6.2 NAME
		6.3 STREET ADDRESS
		6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed or on an attachment with an address.

SIGNATURE _____ DATE _____

CR2E034 (10/97)

DEPUY ORTHOPAEDICS, INC.
OFFICERS AND DIRECTORS
 FIN #35-1843282

OFFICERS POSITION	BUSINESS ADDRESS	RESIDENCE ADDRESS	BOARD OF DIRECTORS	DATE OF EXPIRATION
Chairman & Chief Executive Officer Michael J. Dormer	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	15220 Indian Creek Road Fort Wayne, IN 46804	Yes	Indef.
Senior Vice President Finance & Treasurer Thomas Oberhausen	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2004 Grey Birch Ct. Ft. Wayne, Indiana 46804	No	Indef.
Senior Vice President Personnel G. Taylor Seward	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	46 Ems Lane C-18 Warsaw, IN 46580	No	Indef.
Senior Vice President General Counsel & Secretary Steven L. Artusi	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2315 Blue Smoke Trail Mishawaka, IN 46544	Yes	Indef.
Senior Vice President, Research & Development Richard L. Tarr	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2404 S. Sunset Circle Warsaw, IN 46581	No	Indef.
Vice President, Sales David R. Barrett	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	1410 Turnberry Lane Fort Wayne, IN 46804	No	Indef.
Vice President, Healthcare Services William P. McIlhargey	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	1690 S. Walnut Drive Warsaw, IN 46580	No	Indef.
Vice President, Clinical & Regulatory Affairs Steven J. Peoples, DVM	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	2204 Eastwood Drive Winona Lake, IN 46590	No	Indef.
Vice President, Operations Richard F. Riel	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	53350 Quince Road South Bend, IN 46628	No	Indef.
Director R. Michael McCaffrey	DePuy Orthopaedics, Inc. 700 Orthopaedic Drive Warsaw, IN 46581	1904 Deer Trail Warsaw, IN 46580	Yes	Indef.