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AFFIDAVIT OF PUBLICATION for Corporation Commission

ARIZONA CAPITOL TIMES

P.O. Box 2260
Phone: (602) 258-7026

Phoenix, AZ 85002
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ASCENT HEALTHCARE SOLUTIONS, INC.

STATE OF ARIZONA)
County of Maricopa) ss

I, Ginger Lamb as Vice President and Publisher of the Arizona Capitol Times, am authorized as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The Arizona Capitol Times is a newspaper which is published weekly, is of general circulation and is in compliance with Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice will be/has been published 3 consecutive times in the newspaper listed above.

DATES OF PUBLICATION:
08/04/2006, 08/11/2006, 08/18/2006

THE NAME OF THE CORPORATION: ALLIED MEDICAL CORPORATION
changing name to ASCENT HEALTHCARE SOLUTIONS, INC.

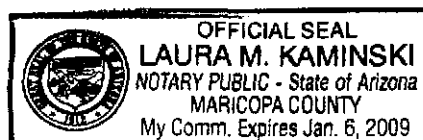
CORPORATE FILE NUMBER: F-0881331-9

TYPE OF DOCUMENT: APPLICATION FOR NEW AUTHORITY

AUTHORIZED
SIGNATURE: _____

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 4th day of August, 2006

NOTARY SIGNATURE: _____



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AUG 07 2006

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

APPLICATION FOR AUTHORITY TO TRANSACT BUSINESS IN ARIZONA

The name of the corporation is: Alliance Medical Corporation,
A(n) Delaware Corporation.

[] We are a foreign corporation applying for authority to transact business in the state of Arizona. [X] We are a foreign corporation currently authorized to transact business in Arizona and must now file this Application for New Authority pursuant to A.R.S. §10-1504 because we have changed the following in our domicile jurisdiction: [X] Our actual corporate name (or the name under which we originally obtained authority in Arizona). [] The period of our duration. [] The state, province or country of our incorporation.

1. The exact name of the foreign corporation is: Ascent Healthcare Solutions, Inc. If the exact name of the foreign corporation is not available for use in this state, then the fictitious name adopted for use by the corporation in Arizona is: (blank) (FN).

2. The name of the state, province or country in which the foreign corporation is incorporated is: Delaware.

3. The foreign corporation was incorporated on the 7th day of October, 1997 and the period of its duration is: perpetual.

4. The street address of the principal office of the foreign corporation in the state, province or country of its incorporation is: The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801.

5. The name and street address of the statutory agent for the foreign corporation in Arizona is: Tim Einwechter, 10232 South 51st Street, Phoenix, AZ 85044.

5.a. The street address of the known place of business of the foreign corporation in Arizona IF DIFFERENT from the street address of the statutory agent is: Tim Einwechter, 10232 South 51st Street, Phoenix, AZ 85044.

5.b. The Annual Report and general correspondence should be mailed to the address specified above in section 4 [] or 5a [X].

6. The purpose of the corporation is to engage in any and all lawful business in which corporations may engage in the state, province or country under whose law the foreign corporation is incorporated, with the following limitations, if any: no limitations.

7. The names and usual business addresses of the current directors and officers of the foreign corporation are: (Attach additional sheets if necessary.) See attached, ASCENT HEALTHCARE SOLUTIONS, INC., ATTACHMENT TO APPLICATION FOR AUTHORITY TO TRANSACT BUSINESS IN ARIZONA. Officers and Directors. Name: John B. Grotting, 10232 South 51st Street, Phoenix, AZ 85044, Position: Director, President, Chief Executive Officer; Jack L. McGinley, RoundTable Healthcare Partners, 272 East Deerpath Road, Suite 350, Lake Forest, IL 60045, Director; Joseph F. Damico, RoundTable Healthcare Partners, 272 East Deerpath Road, Suite 350, Lake Forest, IL 60045, Director, Chairman; Adele Oliva, APAX Excel-sior VI, L.P., 445 Park Avenue, New York, NY 10022, Director; Todd E. Warnock, RoundTable Healthcare Partners, 272 East Deerpath Road, Suite 350, Lake Forest, IL 60045, Director; Peter H. McNeerney, Thomas McNeerney & Partners, 60 South Sixth Street, Suite 3510, Minneapolis, MN 55402, Director; Tim Einwechter, 10232 South 51st Street, Phoenix, AZ 85044, Chief Financial Officer and Secretary.

8. The foreign corporation is authorized to issue 61,000,000 shares, itemized as follows: (Attach additional sheets if necessary.) (blank) shares of (blank) [class or series] stock at [] no par value or par value of \$(blank) per share. See attached. 8. Authorized Shares: Class of Stock: Common Stock, Number of Shares authorized: 22,000,000, Par Value: \$0.001; Preferred Stock, 39,000,000, \$0.001. Preferred Stock is designation in the following series: Series or Preferred Stock: Series A 8% Participating Preferred Stock, Number of Shares authorized: 7,727,272, Par Value: \$0.001; Series B 8% Participating Pre-

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ferred Stock, 5,750,000, \$0.001; Series C 8% Participating Preferred Stock, 5,193,548, \$0.001; Series D 8% Participating Preferred Stock, 2,181,427, \$0.001; Series E 8% Participating Preferred Stock, 3,602,000, \$0.001; Series 1 Preferred Stock, 12,000,000, \$0.001; Series 2 Preferred Stock, 2,500,000, \$0.001; Undesignated Preferred Stock, 45,753, \$0.001.

9. The foreign corporation has issued 16,031,564 shares, itemized as follows: (Attach additional sheets if necessary.) (blank) shares of (blank) [class or series] stock at () no par value or par value of \$(blank) per share. See attached. 9. Issued Shares: Class of Stock: Common Stock, Number of Shares issued: 3,743,357, Par Value: \$0.001; Preferred Stock, 12,288,207, \$0.001. Preferred Stock is issued in the following series: Series of Preferred Stock: Series A 8% Participating Preferred Stock, Number of Shares issued: 0, Par Value: \$0.001; Series B 8% Participating Preferred Stock, 0, \$0.001; Series C 8% Participating Preferred Stock, 0, \$0.001; Series D 8% Participating Preferred Stock, 0, \$0.001; Series E 8% Participating Preferred Stock, 0, \$0.001; Series 1 Preferred Stock, 10,499,712, \$0.001; Series 2 Preferred Stock, 1,788,495, \$0.001.

10. The character of business the foreign corporation initially intends to conduct in Arizona is: Medical device reprocessing.

DATED this 14th day of June, 2006, Ascent Healthcare Solutions, Inc. [Name of Corporation], Executed by /s/ Tim Einwechter, Chief Financial Officer.

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of this corporation effective this 14th day of June, 2006. By: /s/ Tim Einwechter, Chief Financial Officer.

8/4, 8/11, 8/18, 2006 editions Arizona Capitol Times

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