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MOORE & VAN ALLEN, PLLC

ATTORNEYS AT LAW

2200 WEST MAIN STREET, SUITE 800
DURHAM, NORTH CAROLINA 27705-4652

TELEPHONE 919-286-8000
FACSIMILE 919-286-8199

PLEASE REPLY TO:
P. O. BOX 3843
DURHAM, NORTH CAROLINA 27702-3843
<http://www.mvalaw.com>

OTHER OFFICES:
CHARLOTTE, NC
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March 1, 2000

VIA FEDERAL EXPRESS

Division of Corporations
ATTN: Certification Section
409 East Gaines Street
Tallahassee, Florida 32399

500003154625--7
-03/02/00--01068--005
*****87.50 *****87.50

Re: Emergency Resources, P.A.

Dear Sir or Madam:

In connection with the above entity, enclosed you will find the following documents:

1. Transmittal Letter;
2. Original and one copy of Application by Foreign Corporation for Authorization to Transact Business in Florida;
3. Certificate of Existence as issued by the Texas Secretary of State; and
4. Moore & Van Allen, PLLC check in the amount of \$87.50 to cover the filing, Certificate of Status and Certified Copy fee.

If there is a problem with this filing, please call me collect at (919) 286-8057. Otherwise, once the documents have been duly filed, please return the requested documentation to me in the enclosed Federal Express return envelope.

FILED
MAR -2 PM 2:00
TALLAHASSEE, FLORIDA

Very truly yours,

MOORE & VAN ALLEN, PLLC

Melody Adams
Legal Assistant

F0000000 1273

cc + cug

Name	3/2/00
Availability	dcc
Document Examiner	DCC
Updater	DCC
Verifier	C
Enclosures Ack no. / Adgement	DCC
W. P. Verifier	DCC

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Emergency Resources, P.A.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas 3. 75-2711821
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 19, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. March 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2828 Croasdaile Drive
Durham, North Carolina 27705
(Current mailing address)

8. To recruit, place and manage professional healthcare providers in healthcare facilities and institutions.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

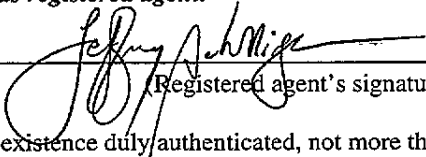
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Jeffrey Schillinger

Office Address: 1001 Ives Dairy Road, Suite 206
N. Miami Beach, Florida, 33179
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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MAR -2 PM 2:00
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David Schillinger, MD

Address: 1001 Ives Dairy Road, Suite 206

N. Miami Beach, Florida 33179

Director: _____

Address: _____

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00 MAR -2 PM 2:00
SECURITY DIVISION
FBI - MIAMI

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: David Schillinger, MD

Address: 1001 Ives Dairy Road, Suite 206

N. Miami Beach, Florida 33179

Vice President: _____

Address: _____

Secretary: David Schillinger, MD Assistant Secretary: Anita S. Wegner

Address: 1001 Ives Dairy Road, Suite 206 2828 Croasdaile Drive

N. Miami Beach, Florida 33179

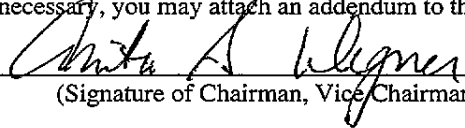
Durham, NC 27705

Treasurer: David Schillinger, MD

Address: 1001 Ives Dairy Road, Suite 206

N. Miami Beach, Florida 33179

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Anita S. Wegner, Assistant Secretary

(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

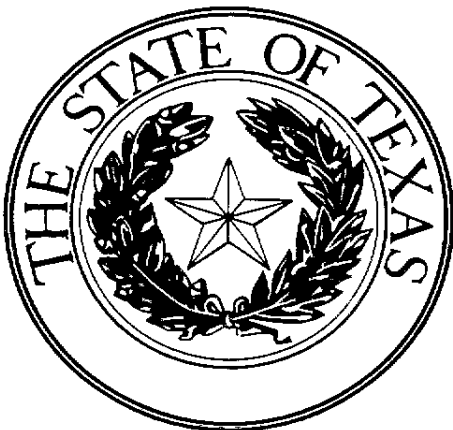
IT IS HEREBY CERTIFIED that
Articles of Association of

EMERGENCY RESOURCES, P.A.
File No. 818119-03

FILED
00 MAR -2 PM 2:00
STATE OF TEXAS
TALLAHASSEE, FLORIDA

were filed in this office and a certificate of association was issued to this professional association, and no certificate of dissolution is in effect and the association is currently in existence.

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on January 31, 2000.



Elton Bomer
Secretary of State

PH