



F98000002940

ACCOUNT NO. : 072100000032
REFERENCE : 805719 4363280
AUTHORIZATION : *Patricia Pizzuto*
COST LIMIT : \$ 70.00

ORDER DATE : May 4, 1998
ORDER TIME : 3:35 PM
ORDER NO. : 805719-030
CUSTOMER NO: 4363280

CUSTOMER: Mr. Ernest P. Rubino
Interim Healthcare Inc.
2050 Spectrum Boulevard
Fort Lauderdale, FL 33309

500002534305-9

FOREIGN FILINGS

NAME: INTERIM HEALTHCARE OF METRO
D.C., INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

05/26
 98 MAY 22 AM 8:45
 FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 RECEIVED
 98 MAY 22 PM 4:05
 DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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

1. INTERIM HEALTHCARE OF METRO DC, INC.
(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. Virginia
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 08/12/1993
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 8003 Franklin Farms Drive, Suite 220
Richmond, VA 23229
(Current mailing address)
8. Any and all lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Raphael D. Umansky, Secretary & General Counsel
Office Address: 2050 Spectrum Blvd.
Ft. Lauderdale, Florida, 33309
(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.

By: 
(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)

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

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

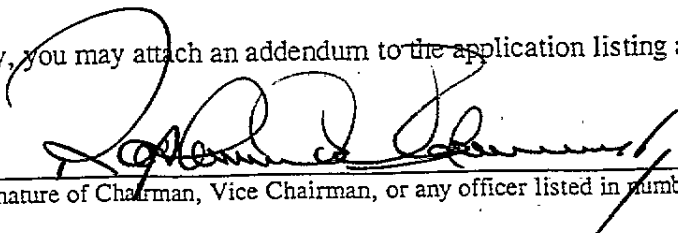
Address: _____

Treasurer: _____

Address: _____

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

DIRECTORS	OFFICERS
Dana J. O'Brien 52 Club Road Riverside, CT 06878	James H. Booth President & CEO 2997 Wentworth Weston, FL 33332
Robert H. Getz 167 E. 82 nd St., Apt. 10D New York, NY 10028	Kathleen A. Gilmartin Vice President, COO 656 SW 14 th Street Boca Raton, FL 33486
James H. Booth 2997 Wentworth Weston, FL 33332	Paul Haggard Vice President, Treasurer & CFO 11010 SW 38 th Drive Davie, FL 33328
Kathleen A. Gilmartin 656 SW 14 th Street Boca Raton, FL 33486	Philip A. Baird Vice President, Franchise/License Operations 1207 Middle River Drive Ft. Lauderdale, FL 33304
Paul Haggard 11010 SW 38 th Drive Davie, FL 33328	Raphael D. Umansky Secretary and General Counsel 694 Verona Court Weston, FL 33326
	JoAnn Sandbach Regional Vice President 3203 Rainview Circle Louisville, KY 40220

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

Interim HealthCare of Metro DC, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is August 12, 1993.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: May 20, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission