

F990000000420

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: American Specialty Networks Southwest, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida.

Please return all correspondence concerning this matter to the following:

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-01/21/99-01077--007

*****70.00 *****70.00

Sharon Jackson, Coordinator, Government Compliance
(Name of Person)

American Specialty Networks Southwest, Inc.
(Firm/Company)

8989 Rio San Diego Drive, Suite 250
(Address)

San Diego, CA 92108
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Sharon Jackson at (619) 297-8100 ext. 3540
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

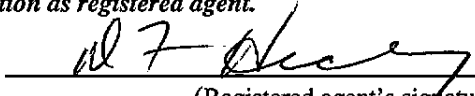
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. American Specialty Networks Southwest, 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. California 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 21, 1993 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon acceptance
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8989 Rio San Diego Drive, Suite 250
San Diego, CA 92108
(Current mailing address)
8. Please see attached.
(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: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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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)
D.F. Hickey, Asst. Secretary

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: Dr. Thomas Allenburg

Address: 5620 Smetana Drive, Suite 225

Minnetonka, MN 55343

Vice Chairman: _____

Address: _____

Director: Jan DeVries

Address: 8989 Rio San Diego Drive, Suite 250

San Diego, CA 92108

Director: _____

Address: _____

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

President: George DeVries

Address: 8989 Rio San Diego Drive, Suite 250

San Diego, CA 92108

Vice President: _____

Address: _____

Secretary: George DeVries

Address: 8989 Rio San Diego Drive, Suite 250

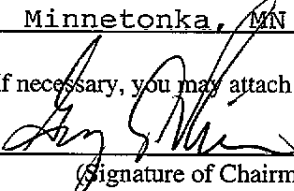
San Diego, CA 92108

Treasurer: David Cole

Address: 5620 Smetana Drive, Suite 225

Minnetonka, MN 55343

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. George DeVries, President
(Typed or printed name and capacity of person signing application)

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ATTACHMENT TO CERTIFICATE OF AUTHORITY
For American Specialty Networks Southwest, Inc.

8. Professional/Business Services (List professional service(s) and other business services, if applicable, to be rendered):

Provide specialty provider networks and administrative services, including utilization review and claims processing on an administrative services only basis for health maintenance organizations, point of service plans, other managed care organizations, self-funded employers and trust funds.

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 21st day of January, 19 93,

AMERICAN SPECIALTY NETWORKS SOUTHWEST, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

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IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

January 13, 1999



Bill Jones

Secretary of State