



842222
EXAMINATION MANAGEMENT SERVICES, INC.

May 10, 2001

Florida Department of State
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee FL 32314

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-05/15/01--01053--001
*****35.00 *****35.00

To Whom It May Concern,

Enclosed is a Florida Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida. Also enclosed are a certified copy of the Nevada Certificate of Existence and a check for the \$35 filing fee made payable to the Secretary of State.

Examination Management Services, Inc. (hereafter called EMSI) had been legally based in the State of Texas for all of its existence. On March 27, 2001, EMSI was reincorporated in the State of Nevada through a corporate "F" reorganization. As a result, there will be no changes in the locations where it conducts business. All taxes, licenses, and other fees will continue to be paid as before.

If you have any questions, please contact me at (214) 689-3600. Our fax number is (214) 689-3644.

Sincerely,

Kevin Krebs
EMSI Tax Manager

FILED
01 JUL 30 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal

S. PAYNE JUL 31 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 23, 2001

Kevin Krebs
Examination Management Services, Inc.
3003 LBJ Freeway, Suite 100
Dallas, TX 75234

SUBJECT: EXAMINATION MANAGEMENT SERVICES, INC.
Ref. Number: 842222

We have received your document for EXAMINATION MANAGEMENT SERVICES, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Per our phone conversation enclosed is an application to withdraw the subject Texas corporation from Florida and an application to qualify EXAMINATION MANAGEMENT SERVICES, INC. as a Nevada corporation. The fee of \$35 previously received can be used for the withdrawal fee. A filing fee of \$70 is required to qualify the Nevada corporation.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 401A00031816

\$ 70 ✓

App - Withdrawal ✓

App - New Authority ✓

Transmittal Letter ✓

New Cert ✓

K. Krebs

RECEIVED
01 JUL 30 AM 8:21
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Examination Management Services, Inc.
(Name of Corporation)

Texas
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

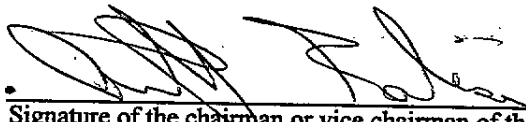
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

3003 LBJ Freeway, Suite 100
(Mailing Address)

Dallas TX 75234
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature of the chairman or vice chairman of the board, president, or any officer. Secretary
Title
Anthony R. Falisi
Typed or printed name
7-25-01
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 30 PM 2:33

FILED