

F00000000000610

TRANSMITTAL LETTER

To: Registration Section  
Division of Corporations

SUBJECT: Cybercare, 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:

600003074116--3

-12/17/99--01069--018

\*\*\*\*\*87.50 \*\*\*\*\*87.50

Daniel W. Bivins Jr.

(Name of Person)

Cybercare, Inc.

(Firm/Company)

1903 Congress Avenue Suite 400

(Address)

Boynton Beach, FL. 33426

(City/State/Zip)

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

W99-29295

Daniel W. Bivins, Jr.

(Name of Person)

at ( 561 ) 737-2227

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

00 FEB -3 AM 9:00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☒ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 23, 1999

DANIEL W. BIVINS JR.  
1903 CONGRESS AVE., SUITE 400  
BOYNTON BEACH, FL 33426

SUBJECT: CYBERCARE, INC.  
Ref. Number: W99000029295

RECEIVED  
DIVISION OF CORPORATIONS  
FEB - 3 AM 9:00

We have received your document for CYBERCARE, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 999A00060084



January 3, 2000

Ms. Agnes Lunt  
Document Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: CYBERCARE, INC.

Dear Ms. Lunt:

I am in receipt of your letter dated December 23, 1999 (a copy being attached). Please be advised that Cyber-Care, Inc. is the parent corporation of Cybercare, Inc. Cyber-Care, Inc. gives Cybercare, Inc. permission to use the name Cybercare, Inc.

Thank you for completing our previous request for filing.

Yours truly,

A handwritten signature in black ink, appearing to read "Dan W Bivins Jr", is written over the typed name.

Daniel W. Bivins, Jr.  
Sr. Vice President and  
General Counsel

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB -3 AM 9:00



January 12, 2000

Ms. Agnes Lunt  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Dear Ms. Lunt

Enclosed, please find the Resolution of Board of Directors for CyberCare, Inc. and CyberCare Technologies.

Thank you for your time.

Sincerely,

A handwritten signature in black ink, appearing to read "Kara Liberti".

Kara Liberti  
Administrative Assistant

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DIVISION OF CORPORATIONS  
00 FEB -3 AM 9:00

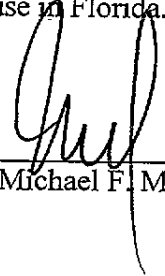
[www.cyber-care.net](http://www.cyber-care.net)

1903 S. Congress Ave. ■ Suite 400 ■ Boynton Beach, FL 33426 561/737-2227 ■ 561/737-5008 FAX

## Resolution of Board of Directors

I, the undersigned Michael F. Morrell, do hereby certify that this Resolution of the Board of Directors of CyberCare, Inc., a corporation duly organized and existing under the laws of the State of Georgia was duly adopted on August 27, 1999. Be it resolved, that CyberCare, Inc., organized and existing in the State of Georgia, hereby adopts the name CyberCare Technologies for use in Florida.

Dated: August 27, 1999

  
\_\_\_\_\_  
Michael F. Morrell

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB -3 AM 9:00

**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. CyberCare 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. Georgia 3. 58-2356000  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

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

6. August 27, 1999  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 430 Tenth Street N.W. Suite S-004, Atlanta GA 30318  
(Principal office address)

b. \_\_\_\_\_  
(Current mailing address)

8. This corporation is organized for the purpose of transacting any  
and all business permitted under the Laws of the United States of America  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) State of Georgia.

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

Name: Daniel W. Bivins, Jr.

Office Address: 1903 S. Congress Ave., Suite 400  
Boynton Beach, Florida 33406  
(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.*

Daniel W. Bivins, Jr.  
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB -3 AM 9:00

B. OFFICERS

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. John E. Haines

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

14. John E. Haines, President

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

**CyberCare, Inc.**

430 Tenth Street, N.W., Suite S-004  
Atlanta, GA 30318  
Phone: (404) 872-5849  
Fax: (404) 872-5491

**OFFICERS:**

John Haines, President, CEO  
Stephen Ratzel, Vice President, COO  
David Richey, Vice President  
Paul C. Pershes, Executive Vice President  
Arthur Kobrin, Secretary/Treasurer

**DIRECTORS:**

Michael F. Morrell, Chairman  
John Haines  
Dana Pusateri  
Paul C. Pershes

00 FEB - 3 AM 9:00  
SECRETARY OF STATE  
DIVISION OF INFORMATION



**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : K93070884  
CONTROL NUMBER : K739806  
DATE INC/AUTH/FILED : 10/31/1997  
JURISDICTION : GEORGIA  
PRINT DATE : 11/03/1998  
FORM NUMBER : 211

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
60 FEB -3 AM 9:00

CYBER-CARE, INC.  
DANNY BIVINS  
1903 SOUTH CONGRESS AVE STE 400  
BOYNTON BEACH, FL 33426

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**CYBERCARE, INC.**  
**A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Cathy Cox*

Cathy Cox  
Secretary of State