

F00000001699

Sun Healthcare Group

Sun Healthcare Group, Inc. 101 Sun Avenue NE
Albuquerque, NM 87109
505.821.3355
Fax 505.828.0944
www.sunh.com

March 1, 2000

Secretary of State of Florida
Qualification Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

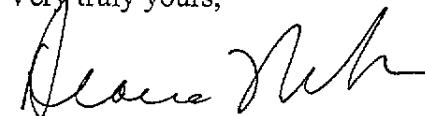
300003165823--7
-03/10/00-01113-003
*****78.75 *****78.75

Re: SunCare Services Corporation

Dear Sir or Madam:

Enclosed for filing please find (i) an original and one copy of an Application by Foreign Profit Corporation for Authorization to Transact Business in Florida, (ii) a letter consenting to the use of similar name, (iii) a Certificate of Existence, (iv) a check in the amount of \$78.75 for filing fee and Certificate of Status, and (v) a stamped, self-addressed envelope for return of the file stamped copy. Please direct any correspondence regarding this filing to my attention.

Very truly yours,



Diane McGee
Corporate Paralegal

FILED
MAR 10 28 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Enclosures	Availability
Document Examiner		DCC
Updater		DCC
Updater Verifier		DCC
Acknowledgement		DCC
W. P. Verifier		DCC

① date 1st trans business

② name not available

C. TAX FILING 99-03165
R. AGENT FEE _____
C. COPY 8.75
TAX _____
N. BANK _____
BALANCE DUE _____
REFUND _____

W000000006450

9 pages

F00000001699

rec. 3/6/00



Sun Healthcare Group

Sun Healthcare Group, Inc. 101 Sun Avenue NE
Albuquerque, NM 87109
505.821.3355
www.sunh.com

February 23, 2000

Secretary of State of Florida
Qualification Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Qualification of Affiliate Corporation

Dear Sir or Madam:

SunCare Respiratory Services, Inc. and SunCare Services Corporation are both corporate subsidiaries of Sun Healthcare Group, Inc. ("SHG"). SHG wishes to qualify SunCare Services Corporation in the State of Florida. This letter constitutes written approval by SHG for the name of its affiliate corporation "SunCare Services Corporation" to be used in Florida. If you would like to discuss this further or need any additional information, I can be reached at (505) 858-4752.

Very truly yours,

Michael T. Berg
Assistant Secretary
Sun Healthcare Group, Inc.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 9, 2000

DIANE MCGEE
SUN HEALTHCARE GROUP, INC.
101 SUN AVENUE NE
ALBUQUERQUE, NM 87109

SUBJECT: SUNCARE SERVICES CORPORATION
Ref. Number: W00000006450

We have received your document for SUNCARE SERVICES CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 700A00013243

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned Michael T. Berg, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

SunCare Services Corporation
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Georgia

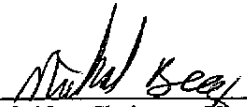
was duly adopted on March 15, 2000

Be it resolved, that SunCare Services Corporation
(Corporate Name)

organized and existing in the State of Georgia, hereby adopts the name

SunCare Therapy Services Corporation for use in Florida.

Dated: 3/15/00



Signature of either Chairman, Vice Chairman or any officer
Michael T. Berg, Secretary

Michael T. Berg, Secretary
Type or print Name

INHS19(1/00)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. SunCare Services Corporation

(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

(State or country under the law of which it is incorporated)

3. 58-2081719

(FEI number, if applicable)

4. December 1, 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. 101 Sun Avenue, NE, Albuquerque, New Mexico 87109

(Current mailing address)

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TALLAHASSEE, FLORIDA

8. Respiratory therapy services

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

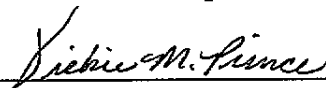
Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

Vickie M. Prince

Assistant 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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached list of officers

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

14. Michael T. Berg, Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

SUNCARE SERVICES CORPORATION

OFFICERS & DIRECTORS

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Term</u>
President	Tom R. Futch	106 E. College Avenue Tallahassee, FL 32301	Until successor is duly elected and qualified
Vice President and Chief Financial Officer	Robert D. Woltl	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Vice President and Controller	Jennifer Botter	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Vice President and Treasurer	Matthew G. Patrick	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Assistant Treasurer	D. Craig Hayes	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Secretary	Michael T. Berg	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Assistant Secretary	Jeffrey C. Gilmore	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Director	Mark G. Wimer	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified
Director	Robert D. Woltl	101 Sun Avenue NE Albuquerque, NM 87109	Until successor is duly elected and qualified

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

DOCKET NUMBER : 000380080
CONTROL NUMBER : K327055
DATE INC/AUTH/FILED: 12/01/1993
JURISDICTION : GEORGIA
PRINT DATE : 02/07/2000
FORM NUMBER : 211

CT CORPORATION SYSTEM
RUDENE REMBERT
1201 PEACHTREE STREET, NE
ATLANTA, GA 30361

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

SUNCARE SERVICES CORPORATION
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

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00 MAR 28 PM 1:12
TALLAHASSEE, FLORIDA
SECRETARY OF STATE