

Document Number

F00000001739

**CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092**

800003185368--4

-03/27/00--01089--026

*****78.75 *****78.75

Corporation(s) Name

<u>GMP Companies, Inc.</u>		
<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merge
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report
<input type="checkbox"/> LLC	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation
<input type="checkbox"/> Other	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait

Name Availability: _____

Document Examiner: _____

Updater: _____

Verifier: _____

Acknowledgement: _____

W.P. Verifier: _____

**Please Return Extra
Copies File Stamped
To:
Melanie Strickland**

MAR 27

Thank You!

3/2 3/27/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 28, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: GMP COMPANIES, INC.
Ref. Number: W00000008151

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
RECEIVED
MAR 29 AM 9:46
TALLAHASSEE, FL 32314

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

Please note that we have RETAINED your \$78.75 payment.

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) 487-6914.

To: Buck Kohr
Corporate Specialist

Letter Number: 700A00016877

From: Melanio
* Please back date this filing to 3-27-00

Thanks A million.
m.s.

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

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. **GMP COMPANIES, INC.**

(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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. **DELAWARE**

(State or Country under the law of which is incorporated)

3. **65-0990542**

(F.E.I Number, if applicable)

4. **February 21, 2000**

(Date of Incorporation)

5. **PERPETUAL**

(Duration: Year corporation will cease to exist or "Perpetual")

6. **UPON FILING**

(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)

7. **One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301**

(Current Mailing Address; please include city, state & zip code)

8. **ANY LAWFUL BUSINESS**

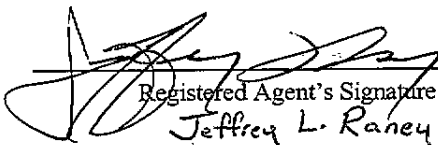
(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)

9. **NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:**

Name: **Jeffrey L. Raney**

Office Address: **One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301**

10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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
Jeffrey L. Raney

Date: March 24, 2000

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

NAME OF DIRECTORS and/or OFFICERS:

A. DIRECTORS:

Chairman of the Board

of Directors: Steve Gorlin

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Bart Chernow, M.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: John C. Thomas, Jr.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Charles L. Brown, III, M.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Nicolas A.E. Chronos, M.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Martin Fleisher, Ph.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: M. Judah Folkman, M.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Rudyard L. Istvan, J.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: David Hung, M.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: B. Kristine Johnson

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Spencer B. King III, M.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Robert S. Langer, Sc.D.

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Francis C. Manganaro

Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

Director: Donald B. Sallee

SECRET
DIVISION OF
CORPORATIONS
00 MAR 27 PM 2:40

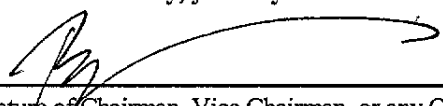
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301
Director: Nancy E. Taylor, J.D.
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301
Director: Joseph P. Vacanti, M.D.
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 27 PM 2:40

B. OFFICERS:

President Bart Chernow, M.D.
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301
Treasurer: John C. Thomas, Jr.
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301
Chief Financial Officer John C. Thomas, Jr.
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301
Secretary: Jeffrey L. Raney, J.D.
Address: One East Broward Boulevard, Suite 1701, Fort Lauderdale, Florida 33301

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

13.  Date: March 24, 2000
(Signature of Chairman, Vice Chairman, or any Officer listed in #12)

14. Bart Chernow, M.D., President
(Print or type Name and Title of person signing this application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GMP COMPANIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 27 PM 2:40



Edward J. Freel

Edward J. Freel, Secretary of State

3179128 8300

001150988

AUTHENTICATION:

0338031

DATE:

03-24-00