103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 0000405 FILING COVEL ACCT. #FCA-14 **CONTACT:** DATE: **REF. #:** CORP. NAME: () ARTICLES OF DISSOLUTION () ARTICLES OF AMENDMENT () ARTICLES OF INCORPORATION () FICTITIOUS NAME () TRADEMARK/SERVICE MARK () ANNUAL REPORT () LIMITED LIABILITY () LIMITED PARTNERSHIP FOREIGN QUALIFICATION () WITHDRAWAL () MERGER) REINSTATEMENT () UCC-3 () CERTIFICATE OF CANCELLATION () UCC-1 () OTHER: TATE FEES PREPAID WITH CHECK# 8304 FOR \$___ AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: **COST LIMIT: \$** PLEASE RETURN: PLAIN STAMPED COPY () CERTIFICATE OF GOOD S CERTIFIED COPY DIVISION OF CORPORATIONS DEPARTMENT OF STATE 00 10F 18 W IC: 22

HECEINED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 18, 2000

CINDY HICKS CORPORATE & CRIMINAL RESEARCH TALLAHASSEE, FL

SUBJECT: TCA-FLORIDA, INC. Ref. Number: W00000017977

We have received your document for TCA-FLORIDA, 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):

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 DOCUMENT SPECIALIST indicated.

ALSO, please supply the R.A. address in Item 9.

And please include a CERTIFICATE OF STATUS from DELAWARE when your return the filing.

AND PLEASE NOTE that we have RETAINED your \$78.75 payment.

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.

Buck Kohr Corporate Specialist

Letter Number: 500A00039424

Jul 19 00 03:23p

RESOLUTION ADOPTING FICTITIOUS BUSINESS NAME **DUE TO A CONFLICT OF NAME**

Robert Huff, Executive Vice-President of TCA-Florida, Inc., a corporation duly organized under the laws of the State of California, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted by written consent on the 18th day of July, 2000.

"RESOLVED, that, this corporation desires to transact business in the State of Florida, and the Board of Directors have been advised that the name of this corporation is not available for use in the State of Florida, this corporation adopts the alternate name California TCA-Florida, Inc. for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida 1989 Business Corporation Act, and

"FURTHER RESOLVED, that the officers of the corporation are hereby authorized and directed to prepare, execute, and file all required documents so that this corporation may obtain a Certificate of Authority pursuant to the Florida 1989 Business Corporation Act, and to make sure this corporation uses the said alternate name in the transaction of business in the State of Florida."

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.

words or abbre	viations of like import in language:	as will clearly indica	COMPANY", "CORPORATION" or the that it is a corporation instead of a	
natural person	or partnership if not so contained in	the name at present.	1	
2. CALIFOR	A	3.	33-0911043	_
	ry under the law of which it is inco	orporated)	(FEI number, if applicable)	
4. June 2, 20	000	5. Perpetu	al	
(D	ate of incorporation)	(Duration	: Year corp. will cease to exist or "per	petual")
6. Approxima	ately 7/31/00			
(Date fir	st transacted business in Florida.)	(SEE SECTIONS 6	07.1501, 607.1502 and 817.155, F.S.)	
7. 18881 Vo	n Karman Avenue, Suite	300	*	
	CA 92612			DO .
	(Curren	t mailing address)		三八 声
	n Recovery and Counseli	ng		ARY A
8	e(s) of comparation authorized in h	ome state or countr	y to be carried out in state of Florida)	PF STATE Probable)
				T S T
9. Name and s	treet address of Florida regist	tered agent: (P.C). Box or Mail Drop Box NOT acce	
Name:	National Registered A	gents, Inc.	<u>.</u>	. →
Office Address:	526 E. Park Avenu	ıe		·
	Tallahassee		, Florida, <u>32301</u> (Zip code)	
10. Registered	l agent's acceptance:			
this application, with the provision	I hereby accept the appointment as ns of all statutes relative to the pro f my position as registered agent. National Registe By:	s registered agent a per and complete p	s for the above stated corporation at the state of the above stated corporation at the state of	er agree to comply

which it is incorporated.

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

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)			
Chairman: See attached officers/directors rider			-
Address:			
Vice Chairman:			
Address:	- ***		
Director:			
Address:			
Director:			
Address:			
B. OFFICERS (Street address only - P.O. Box NOT acceptable)			
President: See attached officers/directors rider			
Address:		3	
	<u> </u>		
Vice President:		<u></u>	<u> </u>
Address:	<u> </u>		<u>H</u>
	FLST		
Secretary:		09	
Address:			
Treasurer:			
Address:			
NOTE: If necessary, you may areach 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. Robert Huff, Secretary (Typed on printed name and capacity of person signing application)			

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OFFICER/DIRECTOR RIDER

TCA-FLORIDA, INC.

OFFICERS

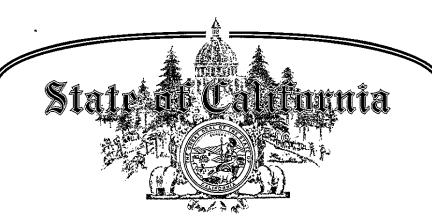
Name	Title	Address
E. Keith Owens	Chairman of the Board, Chief	18881 Von Karman Avenue
	Executive Officer, and Chief	Suite 250
	Financial Officer	Irvine, CA 92612
Dr. Samuel L. Mayhugh	President	18881 Von Karman Avenue
		Suite 250
		Irvine, CA 92612
Robert Huff	Executive Vice President,	18881 Von Karman Avenue
	Secretary	Suite 250
	-	Irvine, CA 92612

DIRECTORS

Name	Address
E. Keith Owens	18881 Von Karman Avenue Suite 250 Irvine, CA 92612
Dr. Samuel L. Mayhugh	18881 Von Karman Avenue Suite 250 Irvine, CA 92612
Robert Huff	18881 Von Karman Avenue Suite 250 Irvine, CA 92612

OO JUL 18 AMII: U9 SECRETARY OF STATE

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SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

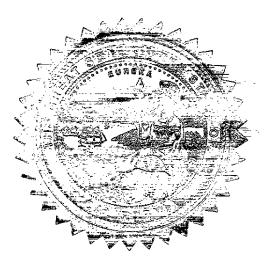
That on the 2nd day of June, 2000, TCA-FLORIDA, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

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.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of July 19, 2000.

BILL JONES Secretary of State

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