



THE UNITED STATES
CORPORATION
COMPANY

F00000004910

ACCOUNT NO. : 072100000032

REFERENCE : 795115 7205396

AUTHORIZATION : *Patricia Pizjuts*

COST LIMIT : \$ 3537.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 10:58

ORDER DATE : August 10, 2000

ORDER TIME : 4:24 PM

ORDER NO. : 795115-005

CUSTOMER NO: 7205396

CUSTOMER: Keith A. Krauss, Esq
Tmc Services Inc.
81 Dorsa Avenue

700003368427--8

Livingston, NJ 07039

FOREIGN FILINGS

NAME: TMC SERVICES, INC.

7

XXXX QUALIFICATION (TYPE: CO)

RECEIVED
00 AUG 23 AM 8:53
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight EXT: 1156

hjr 8/22

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 10:58



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 23, 2000

SUSIE KNIGHT
CSC
TALLAHASSEE, FL

SUBJECT: TMC SERVICES, INC.
Ref. Number: W00000020712

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 10:58

We have received your document for TMC SERVICES, INC. and the authorization to debit your account in the amount of \$3537.50. However, the document has not been filed and is being retained 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.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 000A00045153

RECEIVED
00 AUG 30 AM 9:53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

TMC SERVICES OF FLORIDA, LLC
3290 N.W. 29th Steet
Miami, Florida 33142

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 10:58

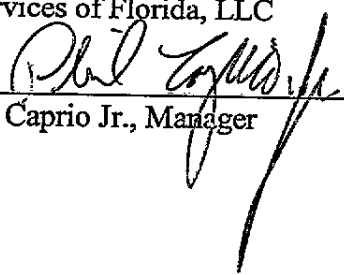
To: The Secretary of State of the State of Florida

From: TMC Services Of Florida, LLC

The undersigned, TMC Services of Florida, LLC, (the "LLC") which is solely owned by its member, TMC Services, Inc., a New Jersey Corporation, hereby consents on behalf of the LLC to use in the State of Florida of the name "TMC Services" by TMC Services, Inc.

TMC Services of Florida, LLC

By


Philip Caprio Jr., Manager

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 10:58

1. TMC Services, 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. New Jersey 3. 22-1760691
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1964 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 1, 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 81 Dorsa Avenue
Livingston, N.J. 07039
(Current mailing address)

8. General
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: Corporation Service Company

Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

Corporation Service Company
By: Louise B. Smith
(Registered agent's signature)

Louise B. Smith, Asst. Vice-President

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: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Philip Caprio, Sr.
 Address: 11 Windsor Way
Morristownship, N.J.

Vice Chairman: Phyllis Caprio
 Address: 11 Windsor Way
Morristownship, N.J.

Director: Philip Caprio, Jr.
 Address: 315 E. 68th Street
New York, N.Y. 10021

Director: _____
 Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

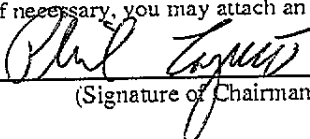
President: Phyllis Caprio
 Address: 11 Windsor Way
Morristownship, N.J.

Vice President: Philip Caprio, Jr.
 Address: 315 E. 68th Street
New York, N.Y. 10021

Secretary: Phyllis Caprio
 Address: 11 Windsor Way
Morristownship, N.J.

Treasurer: Philip Caprio, Jr.
 Address: 315 E. 68th Street
New York, N.Y. 10021

NOTE: If necessary, you may attach 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. Philip Caprio, Jr., Vice President
 (Typed or printed name and capacity of person signing application)

FILED
 DIVISION OF CORPORATIONS
 00 AUG 23 AM 10:58

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

TMC SERVICES, INC.
With the Previous or Alternate Name
TRI-HEALTH SYSTEMS

00 AUG 23 AM 10:58

DEPARTMENT OF CORPORATIONS

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on August 13, 1964.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Keith A Krauss Esq
Connell Foley And Geiser
85 Livingston Ave
Roseland, NJ 07068

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

TMC SERVICES, INC.
With the Previous or Alternate Name
TRI-HEALTH SYSTEMS

00 AUG 23 AM 10:58
DIVISION OF CORPORATIONS
OFFICE OF THE CLERK OF THE SUPREME COURT



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
11th day of August, 2000

Roland M Machold

Roland M Machold
Treasurer