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STATE
SECRETARY OF
DIVISION OF
CORPORATIONS
00 SEP 14 PM 3:40

SEPTEMBER 14, 2000

NAME: ONCARE MANAGEMENT CORPORATION

TYPE OF FILING: QUALIFICATION

RETURN: CERTIFIED COPY

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-09/14/00--01003--005
*****78.75 *****78.75

COST: CHECK FOR \$78.75 IS ATTACHED

3

9/14
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[Signature]

RECEIVED
00 SEP 14 AM 9:50
DIVISION OF CORPORATION

**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 STATE
SECRETARY OF CORPORATIONS
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CHIEF OF CLERK

1. OnCare Management 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. Delaware 3. 94-3228143
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 06-07-95 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 06-01-00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 11660 Alpharetta Highway, Suite 650
Roswell, Georgia 30076
(Current mailing address)
8. Management of health care services
(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: Capitol Corporate Services, Inc.
Office Address: 1333 N. Duval St.
Tallahassee, Florida, 32303
(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.

DeLana Case, asst. sec.
(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 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: See attached sheet

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached sheet

Address: _____

Vice President: _____

Address: _____

Secretary: _____

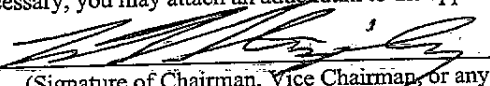
Address: _____

Treasurer: _____

Address: _____

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CORRECTIONS
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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. Louis F. Stripling, President
(Typed or printed name and capacity of person signing application)

ONCARE MANAGEMENT CORPORATION

OFFICERS

<u>Name</u>	<u>Title</u>	<u>Address</u>
Michael D. Goldberg	Chairman	2995 Woodside Road, Suite 400 Woodside, CA 94062
Louis F. Stripling	President, Chief Executive Officer, Chief Financial Officer, and Secretary	11660 Alpharetta Highway, Suite 650 Roswell, Georgia 30076
Cathy L. Putnick	Assistant Secretary	11660 Alpharetta Highway, Suite 650 Roswell, Georgia 30076
Kristen Burnett	Assistant Secretary	11660 Alpharetta Highway, Suite 650 Roswell, Georgia 30076

DIRECTORS

<u>Name</u>	<u>Address</u>
Michael D. Goldberg	2995 Woodside Road, Suite 400 Woodside, CA 94062
Thomas G. Mendell	The Beacon Group 399 Park Avenue, 17th Floor New York, NY 10022
Louis F. Stripling	11660 Alpharetta Highway, Suite 650 Roswell, Georgia 30076
L. John Wilkerson	Galen Associates 610 Fifth Avenue New York, NY 10020
Eric R. Wilkinson	The Beacon Group 399 Park Avenue, 17th Floor New York, NY 10022

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONCARE MANAGEMENT CORPORATION" 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 THIRTIETH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ONCARE MANAGEMENT CORPORATION" WAS INCORPORATED ON THE SEVENTH DAY OF JUNE, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 14 PM 3:40



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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06-30-00