

FD 1000003682

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

7/11

WJH

SUBJECT: HealthScribe, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam: 00789-00734-00624-00671
\$4000

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W01-9090

Joy Kinsey
(Name of Person)

HealthScribe, Inc.
(Firm/Company)

800004016708--4
-04/18/01--01089--001
*****70.00 *****70.00

403 Glenn Drive, Ste.
(Address)

Sterling, VA 20164
(City/State and Zip code)

For further information concerning this matter, please call:

Joy Kinsey at (703) 480-3000
(Name of Person) (Area Code & Daytime Telephone Number)

800004016708--4
-07/12/01--01002--013
***2100.00 ***2100.00

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
01 JUL 11 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 23, 2001

JOY KINSEY
HEALTHSCRIBE, INC.
403 GLENN DRIVE, STE 10
STERLING, CA 20164

SUBJECT: HEALTHSCRIBE, INC.
Ref. Number: W01000009090

We have received your document for HEALTHSCRIBE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$4,600.00.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 201A00023845



403 Glenn Drive
Sterling, VA 20164-4431

703.480.3000 tel

703.480.1045 fax

www.healthscribe.com

June 7, 2001

Registration Section
Attn: Ms. Michelle Hodges
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Penalties for Transacting Business without a Certificate of Authority
Ref. Number: W0100009090

Dear Ms. Hodges:

I would like to request that you forward this letter to the General Counsel for review. I am requesting that HealthScribe, Inc. be considered for a waiver of the penalties that are currently being assessed to our company. I have enclosed a copy of your letter dated April 23, 2001. We are being assessed \$4,000 in penalties and \$600 for annual report fees.

HealthScribe, Inc. was incorporated in the state of Delaware in June of 1993. In June of 1999, there was a change in management within the corporation, which included a new CEO and CFO/COO as well as other management level positions. Since June of 1999 HealthScribe's new management has gone through the process of reorganizing all aspects of the corporation.

At this time we are going through a voluntary compliance effort to ensure that we are properly registered to conduct business in all states where we have or have had customers. While completing the application for Florida we found that HealthScribe, Inc. did conduct a minor amount (approx. \$10,000 revenue) of business in Florida from August 1997 to October 1997. HealthScribe then resumed conducting business in Florida as of April 1999 and is currently conducting business with customers in Florida.

Since HealthScribe is going through this compliance effort, at this time we would like to be considered for a waiver of the penalties that were assessed to our company. The \$4,600 is due to Florida no later than June 23, 2001. Please let us know if that date will be extended while our case is being reviewed.

If you require additional information about the previous periods when HealthScribe was conducting business or need for me to file additional forms please contact me at (703) 480-3042. It is our intention to make sure we are in compliance with the state of Florida.

Thank you for your time.

Sincerely,


Joy Kinsey
Payroll Specialist

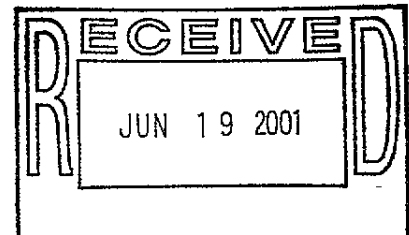
TO: Gerry York, General Counsel's Office
FROM: Gretchen S. Harvey, Registration Section
DATE: June 18th, 2001
SUBJECT: HEALTHSCRIBE, INC.
REFERENCE: W01000009090

Pursuant to Ms. Kinsey's letter of June 7th, the attached documents and correspondence are being forwarded to you for appropriate handling.

Please note the attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty or annual report fees that may be due this office.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/gsh





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
OFFICE OF THE GENERAL COUNSEL

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER: 703-480-1045

Please deliver the following pages to:

NAME: Ms. Joy Kinsey

COMPANY: RE: Healthscribe, Inc.

CITY/STATE: Sterling, Virginia

SENDER: Gerard T. York, Esq.,
Assistant General Counsel
850-414-5514

DATE/TIME: 06/19/01 2:26 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/922-5763 (Suncom 292-5763)

COMMENTS: This communication is further to our conversation today regarding annual report fees and statutory penalties which would be assessed against Healthscribe, Inc., under section 607.1502(4), Florida Statutes.

On its Application for A Certificate of Authority filed on April 18, 2001, Healthscribe, Inc., indicates it has transacted business in Florida since 1997. Accordingly, an amount of \$4600.00 is due, reflecting annual report fees of \$00.00 and statutory penalties of \$4000.00. We would, however, offer to settle the issue of annual report fees and foreign non-qualified penalties from Healthscribe, Inc.

for the sum of \$2100.00, reflecting annual report fees from 1997 of \$600.00 and penalties assessed in a lump sum of \$1500.00. This offer remains in effect until July 31, 2001.

Upon completion of the application and receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Healthscribe, Inc., a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250



403 Glenn Drive
Sterling, VA 20164-4431

703.480.3000 tel
703.450.7767 fax

www.healthscribe.com

July 5, 2001

Office of General Counsel
Mr. Gerard T. York, Esq.
State of Florida
LL-10, The Capitol
Tallahassee, Florida 32399-0250

RE: HealthScribe, Inc.

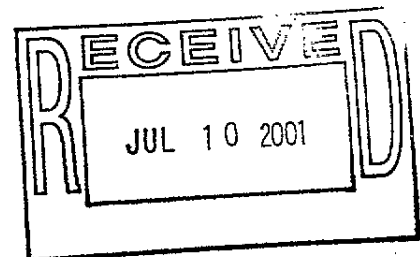
Dear Mr. York,

Enclosed you will find a check in the amount of \$2,100.00. Per your fax, dated June 19, 2001, this should cover the outstanding penalties and annual report fees for HealthScribe, Inc.

If any other information is required in order to complete our Application for a Certificate of Authority please feel free to contact me at (703) 480-3042. I appreciate your help in this matter.

Sincerely,

Joy Kinsey
Payroll Specialist
HealthScribe, Inc.





Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: July 10, 2001

RE: Healthscribe, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1997 of \$600.00 and foreign non-qualified penalties of \$1500.00 assessed in a lump sum and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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

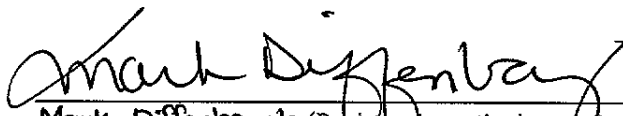
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. HealthScribe, 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. Delaware 3. 54-1672951
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 18, 1993 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. August 1997
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 403 Glenn Drive, Suite 10 Sterling, Va. 20164
(Principal office address)
- same as above
(Current mailing address)
8. Medical Transcription 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: CT Corporation System
- Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


Mark Dittenbaugh (Registered agent's signature)
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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached

Address: _____

Vice President: _____

Address: _____

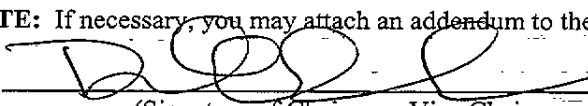
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David Ehrhardt, CFO
(Typed or printed name and capacity of person signing application)

Officers

Michael King	Chief Executive Officer, Chairman, HealthScribe, Inc., 403 Glenn Drive, Ste. 10, Sterling, Virginia 20164
David Ehrhardt	Chief Financial Officer, Chief Operating Officer, Secretary HealthScribe, Inc., 403 Glenn Drive, Ste. 10, Sterling, Virginia 20164

Directors

Michael King	Chief Executive Officer, HealthScribe, Inc., 403 Glenn Drive, Ste. 10, Sterling, Virginia 20164
John Hales	Residence Ambassadeur 3, Villars sur Ollon, Vaud 1884 Switzerland
Guru Amrit Singh Khalsa	1737 Whitewood Lane, Herndon, Virginia 20170
John McIlwraith	Managing Director, Blue Chip Venture Company, Ltd., 250 East Fifth Street, Ste. 1100, Cincinnati, Ohio 45202
Stephen M. Krupa	Managing Member, Psilos Group Managers, LLC, Carnegie Hill Tower, 152 West 57 th Street, New York, New York 10019
Frank A. Adams	CEO and President, Grotech Partners V, L.P., 9690 Deereco Road, Ste. 800, Timonium, Maryland 21093

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHSCRIBE, 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 NINTH DAY OF APRIL, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2340702 8300

AUTHENTICATION: 1071195

010151845

DATE: 04-09-01