

FOI0000004696

6.

CORPORATION SYSTEM

CORPORATION(S) NAME

RMS Lifeline, Inc.

700004571027--7
09/05/01-01072--005
*****70.00 *****70.00

- Profit
 - Nonprofit
 - Foreign
 - Limited Partnership
 - LLC
 - Certified Copy
 - Call When Ready
 - Walk In
 - Mail Out
- Amendment
 - Dissolution/Withdrawal
 - Reinstatement
 - Annual Report
 - Name Registration
 - Fictitious Name
 - Photocopies
 - Call If Problem
 - Will Wait
- Merger
 - Mark
 - Other
 - Change of RA
 - UCC
 - CUS
 - After 4:30
 - Pick Up

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NO FILING
TO AVOID
SUFFICIENCY OF FILING

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
mtw
8/5

Name _____

Availability _____

Document _____

Examiner _____

Updater _____

Verifier _____

W.P. Verifier _____

9/5/01

ny

Order#: 4766869

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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. RMS Lifeline 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. 36-4258607
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 22, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1620 Waukegan Road, McGaw Park, Illinois 60085

(Current mailing address)

8. Develop and promote a network of freestanding, dedicated centers that deliver care for end-stage renal patients
(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: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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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.

C T Corporation System

Anne Ediamond
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

See list attached.

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

See list attached.

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Elaine C. Zacharakis, Secretary
(Typed or printed name and capacity of person signing application)

Directors, Officers Report

RMS Lifeline Inc.

DIRECTORS

Richard Ganz **Director - Class B**
Primary Address: 1620 Waukegan Road
MPGR-A2N
McGaw Park, Illinois 60085

Jerry W. Jackson, M.D. **Director - Class A**
Primary Address: 3538 Mill Spring Road
Birmingham, Alabama 35233

Richard Nee **Director - Class B**
Primary Address: 1620 Waukegan Road
MPGR-A2S
McGaw Park, Illinois 60085

Marla S. Persky **Director - Class B**
Primary Address: One Baxter Parkway
Deerfield, Illinois 60015

Susan Price **Director - Class B**
Primary Address: AKDHC, LLC
33 West Hatcher Road
Phoenix, Arizona 85021

William R. Rajski **Director - Class B**
Primary Address: One Baxter Parkway
DF2-1E
Deerfield, Illinois 60015

William Rice **Director - Class B**
Primary Address: One Baxter Parkway
DF3-3E
Deerfield, Illinois 60015

David L. Tharpe, MD **Director - Class B**
Primary Address: Suite 210
817 Princeton Avenue, SW
Birmingham, Alabama 35211

OFFICERS

Richard Nee **President**
Primary Address: 1620 Waukegan Road
MPGR-A2S
McGaw Park, Illinois 60085

Elaine C. Zacharakis **Secretary**
Primary Address: 1620 Waukegan Road
MPGR-A2S
McGaw Park, Illinois 60085

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RMS Lifeline Inc.

Marla S. Persky **Assistant Secretary**
Primary Address: One Baxter Parkway
Deerfield, Illinois 60015

Brian Schoen **Treasurer**
Primary Address: 1620 Waukegan Road
MPGR-A2S
McGaw Park, Illinois 60085

Charles W. Thurman **Assistant Treasurer**
Primary Address: One Baxter Parkway
DF4-3W
Deerfield, Illinois 60015

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RMS LIFELINE 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 THIRTY-FIRST DAY OF AUGUST, A.D. 2001.

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
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2955106 8300

AUTHENTICATION: 1324960

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DATE: 08-31-01