

CORP DIRECT AGENTS, INC. (formerly C.R.)
103 N. MERIDIAN STREET, LANTANA, FL 33462
TALLAHASSEE, FL 32301
222-1173

F01000005480

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

4000004647314--2
-10/22/01--01021--018
*****78.75 *****78.75

DATE: 10-22-01

REF. #: 0173.

CORP. NAME: Spectrum Managed Care
of California, Inc

- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input checked="" type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

DIVISION OF CORPORATION

01 OCT 22 AM 10:10

RECEIVED

BK

STATE FEES PREPAID WITH CHECK# 25301 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

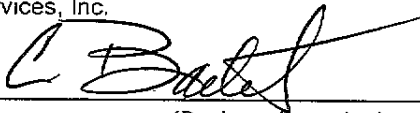
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT 22 AM 11:14

FILED

**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. Spectrum Managed Care of California, 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 natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 33-0942608
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 11, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(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. 610 West Ash Street, Suite 1500, San Diego, CA 92101
(Principal office address)
610 West Ash Street, Suite 1500, San Diego, CA 92101
(Current mailing address)
8. Telephonic Medical Case Management and related activities
(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: NRAI Services, Inc.
Office Address: 526 E. Park Avenue
Tallahassee Florida 32301
(City) (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.
NRAI Services, Inc.

(Registered agent's signature)
Charles Baclet, 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.

FILED
OCT 22 AM 11:14
TALLAHASSEE, FLORIDA
DEPT. OF STATE

01 OCT 22 AM 11:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: (see attached list)

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: (see attached list)

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. Kevin Jasper, Secretary

(Typed or printed name and capacity of person signing application)

Spectrum Managed Care of California, Inc.

Officers and Directors

Officers

	<u>Name</u>		
1.	Jeffrey S. Ward	610 West Ash Street, Suite 1500 San Diego, CA 92101	Chief Executive Officer
2.	Gerard A.C. Bakker	610 West Ash Street, Suite 1500 San Diego, CA 92101	President
3.	Kevin P. Jasper	610 West Ash Street, Suite 1500 San Diego, CA 92101	Secretary
4.	Ted Filley	610 West Ash Street, Suite 1500 San Diego, CA 92101	Treasurer/Chief Financial Officer

Directors

	<u>Name</u>	<u>Address</u>
1.	Jeffrey S. Ward	610 West Ash Street, Suite 1500 San Diego, CA 92101
2.	Kevin P. Jasper	610 West Ash Street, Suite 1500 San Diego, CA 92101
3.	Gerard A.C. Bakker	610 West Ash Street, Suite 1500 San Diego, CA 92101

01 OCT 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
JAN 11/14

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 "SPECTRUM MANAGED CARE OF CALIFORNIA, 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 EIGHTEENTH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPECTRUM MANAGED CARE OF CALIFORNIA, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
01 OCT 22 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3343044 8300

010520157

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1397469

DATE: 10-18-01