

F01000006401

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Medtemps, Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Sylvia Turner, President

(Name of Person)

900004439449--3

06/25/01 0111-004

****70.00 ****70.00

Medtemps/National Personnel Management

(Firm/Company)

433 Metairie Road, Suite 310

(Address)

Metairie, LA 70005

(City/State and Zip code)

W01-1480Z

F01-6401

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

For further information concerning this matter, please call:

Sylvia Turner

(Name of Person)

at (504) 828-7333

(Area Code & Daytime Telephone Number)

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

CR# 8185

15p



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 26, 2001

SYLVIA TURNER, PRESIDENT
MEDTEMPS/NATIONAL PERSONNEL MGMT
433 METAIRIE ROAD, SUITE 310
METAIRIE, LA 70005

SUBJECT: MEDTEMPS, INC.
Ref. Number: W01000014802

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

We have received your document for MEDTEMPS, 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 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.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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 \$2,300.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information

was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Lee Rivers
Document Specialist

Letter Number: 401A00038554



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 31, 2001

SYLVIA TURNER, PRESIDENT
MEDTEMPS/NATIONAL PERSONNEL MGMT
433 METAIRIE ROAD, SUITE 310
METAIRIE, LA 70005

SUBJECT: NATIONAL PERSONNEL MANAGEMENT, INC.
Ref. Number: W01000014802

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

We have received your document for NATIONAL PERSONNEL MANAGEMENT, 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):

Thank you for submitting your name resolution. We are returning your application, our previous letter, and your certification from Louisiana. We do not have "instructions and information including phone numbers" for registered agents; you may appoint any individual or corporation on our records with a Florida street address.

As noted in our previous letter, the certified copy you submitted is not the same as the certificate we require. Please contact the Louisiana Secretary of State to obtain the correct certificate. Also, you must address the issue of penalties discussed in the fifth and sixth paragraphs of our letter of June 26th, 2001.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 901A00044110

**NATIONAL
PERSONNEL
MANAGEMENT**

Contracting Division of Medtemps, Inc.

July 24, 2001

TO WHOM IT MAY CONCERN:

FROM: SYLVIA TURNER

NEED INSTRUCTIONS AND INFORMATION INCLUDING PHONE NUMBERS TO
OBTAIN A REGISTERED AGENT IN FLORIDA.

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DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

433 METAIRIE ROAD - SUITE 310
(800) 256-9932

METAIRIE, LOUISIANA 70005
(504) 828-1030 FAX



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 16, 2001

SYLVIA TURNER, PRESIDENT
MEDTEMPS/NATIONAL PERSONNEL MGMT
433 METAIRIE ROAD, SUITE 310
METAIRIE, LA 70005

SUBJECT: NATIONAL PERSONNEL MANAGEMENT, INC.
Ref. Number: W01000014802

We have received your document for NATIONAL PERSONNEL MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Thank you for submitting your corrected application with a registered agent. This application cannot be filed, however, until you submit the certificate of existence from Louisiana and address the issue of penalties. Enclosed are copies of our previous letters, as well as another copy of the statute referring to these penalties.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 801A00046909

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DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35



**International
Business
Incorporators**

November 7, 2001

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Medtemps, Incorporated
Foreign Qualificatoin

Dear Sir or Madam:

Enclosed please find a copy of all documentation to qualify the above-referenced corporation in the State of Florida which was forwarded to you approximately 60 days ago. Please file the enclosed at your earliest convenience.

If you have any questions or problems concerning the enclosed, please do not hesitate to contact me at (305) 595-0560. Thank you in advance for your attention to this matter.

Sincerely,

Marie P. Jorczak

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DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 26, 2001

MARIE P. JORCZAK
INTERNATIONAL BUSINESS INCORPORATORS
8108 SW 103RD AVENUE
MIAMI, FL 33173

SUBJECT: NATIONAL PERSONNEL MANAGEMENT, INC.
Ref. Number: W01000014802

We have received your document for NATIONAL PERSONNEL MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Thank you for submitting your certificate of existence. As noted in our letters of June 26, 2001 and July 31, 2001, the corporation indicated that it began transacting business in Florida prior to qualification, and must submit either the penalty amount or the notarized affidavit discussed in the June 26 letter. Copies of these letters and a copy of the statute are attached, along with a copy of the page of your application showing the 1999 date you indicated you first transacted business in Florida.

We cannot authorize this corporation until you submit either the penalty amount or the notarized affidavit.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 201A00062669

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12/6/01 Spoke to Lee Rivers

Penalty - \$2300

Secretary of State

Check # 8528

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

NATIONAL PERSONNEL MANAGEMENT

Contracting Division of Medtemps, Inc.

DATE: 12/6/01

TO: General Counsel

FROM: Sylvia Turner
National Personnel Management
FEI: 72-1160453

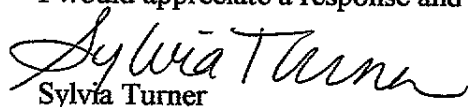
RE: REQUEST – Waiver/Refund of Penalty

National Personnel Management is requesting a complete or partial waiver of the penalty, which was filed by the Florida Division of Corporations.

The request for this waiver and refund is based on receipt of the application forms for filing from FL Department of State was not received until March 2001.

We received tax ID numbers and all other documents in a timely manner.

I would appreciate a response and consideration regarding this request.


Sylvia Turner

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STATE
SECRETARY OF
DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

TO: Gerry York, General Counsel's Office
FROM: Lee Rivers, Registration Section
DATE: December 11, 2001
SUBJECT: MEDTEMPS, INC. dba NATIONAL PERSONNEL
MANAGEMENT, INC.
REFERENCE: W01000014802

Pursuant to Sylvia Turner's letter of December 6, 2001, the attached documents, correspondence, and check are being forwarded to you for appropriate handling. Please note that 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.

LEE
/lr

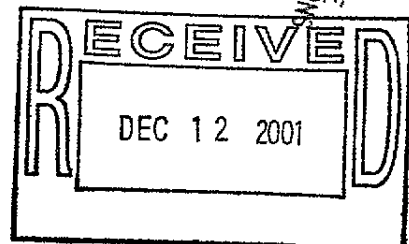
12/12/01

*LM Sylvia
Turner*

*504-828-7333
ext 22*

*Exempt / federal
return checks*

*FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35*





Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: December 12, 2001

RE: Medtemps, Inc. dba National Personnel Management, Inc.

Based on my review of the file and the information received from the corporation, as well as followup research, it is my recommendation that this file be closed. Medtemps, Inc., dba National Personnel Management, Inc., is a Louisiana Corporation representing that it has signed a contract with the United States Navy to provide health care personnel to the Navy in Florida. Under Leslie Miller, Inc. v. Arkansas, 352 U.S. 187 (1956), the United States Supreme Court essentially held that subjecting a federal contractor to Arkansas licensing policies would frustrate federal contracting policies in violation of the Supremacy Clause. Subsequent cases relying on Miller make clear that federal procurement law preempts application of state licensing requirements, and that a contractor performing work exclusively for the federal government is exempt from state licensing requirements. Gartrell Construction Incorporated v. Aubry, 940 F.2d 437 (9th Cir. 1991); G.L. Christian and Associates v. United States, 320 F.2d 345 (Ct. Cl. 1963); United States v. Montana, 699 F. Supp. 835 (D. Mont. 1988); United States v. Carter, 121 So.2d 433 (Fla. 1960). Accordingly, absent additional information, it would appear Medtemps, Inc. is exempt from filing under section 607.1501, Florida Statutes, and no annual report fees or penalties for the corporation's activities before the date of its application. Check Number 8528 in the amount of \$2300.00 should be returned, and the corporation should be issued a certificate of authority.

/gty

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DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Sylvia A. Turner, do hereby certify
(Name)

that this Resolution of the Board of Directors of Medtemps, Inc.

Medtemps, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Louisiana,

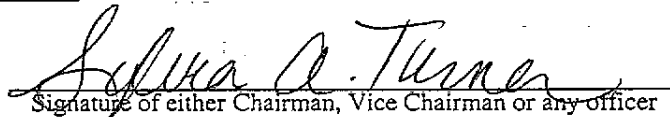
was duly adopted on July 12, 1990,

Be it resolved, that Medtemps, Inc.,
(Corporate Name)

organized and existing in the State of Louisiana, hereby adopts the name

National Personnel Management, Inc. for use in Florida.

Dated: 7/24/01


Signature of either Chairman, Vice Chairman or any officer

Sylvia A. Turner President

Type or print name

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DIVISION OF CORPORATIONS
01 DEC 17 PM 12:35

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**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. Medtemps, Incorporated

(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. Louisiana

(State or country under the law of which it is incorporated)

3. 72-1160453

(FEI number, if applicable)

4. July 12, 1990

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 10/01/1999

(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. 433 Metairie Road, Ste. 310 Metairie, LA 70005

(Principal office address)

same

(Current mailing address)

8. Federal Service Contractor providing health care personnel to the Navy.

(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: Marie Jorczak

Office Address: 8108 SW 103 Ave

Miami

(City)

, Florida

33173

(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.

Marie Jorczak

(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.

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DIVISION OF CORPORATIONS
DEC 17 PM 12:35

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

A. DIRECTORS

Chairman: none

Address: _____

Vice Chairman: _____

Address: _____

Director: none

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Sylvia Turner

Address: 74 Dream Ct. Metairie, LA 70001

Vice President: none

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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01 DEC 17 PM 12:35

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

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

14. Sylvia Turner President
(Typed or printed name and capacity of person signing application)

UNITED STATES OF AMERICA
State of Louisiana

Jox McKeithen
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

MEDTEMPS, INC.

A LOUISIANA corporation domiciled at METAIRIE,

Filed charter and qualified to do business in this State on
April 09, 1990,

I further certify that the records of this Office indicate
the corporation has paid all fees due the Secretary of
State, and so far as the Office of the Secretary of State is
concerned is in good standing and is authorized to do
business in this State.

I further certify that this Certificate is not intended
reflect the financial condition of this corporation since
this information is not available from the records of this
Office.

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DIVISION OF CORPORATIONS
01 DEC 17 9PM 12:35

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

August 28, 2001

Jox McKeithen

RHU 34354005D
Secretary of State

