

Division of Corporations

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F02000002541

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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(((H02000141996 7)))

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RECEIVED
02 MAY 22 AM 7:39
DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

HealthStar Fanizzi, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$87.50 |

02 MAY 22 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1519614-0003
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FAX AUDIT NO. H02000141996

**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. HEALTHSTAR FANIZZI, 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

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

3. 73-1641423

(FEL number, if applicable)

4. 5/1/2002

(Date of incorporation)

5. PERPETUAL

(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. 1001 BRICKELL BAY DRIVE, 27TH FLOOR

MIAMI, FL 33131

(Current mailing address)

8. ANY LAWFUL 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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

Florida, 33324

(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.

CT Corporation System

PETER F. SOUZA
ASSISTANT SECRETARY

(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)

FL019 - 02/99 CT System Online

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TOTAL P.02

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: JOHN BLACKAddress: 1001 BRICKELL BAY DRIVE, 27TH FLOORMIAMI, FL 33131

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)President: JOHN BLACKAddress: 1001 BRICKELL BAY DRIVE, 27TH FLOORMIAMI, FLORIDA 33131Vice President: PAUL R. TYNDALLAddress: 1001 BRICKELL BAY DRIVE, 27TH FLOORMIAMI, FLORIDA 33131Secretary: PAUL R. TYNDALLAddress: 1001 BRICKELL BAY DRIVE, 27TH FLOORMIAMI, FLORIDA 33131Treasurer: SEE ATTACHED

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. STEVEN MARTINEZ, SENIOR VICE PRESIDENT

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

05/21/2002 18:36 FAX 305 358 5744

WHITE & CASE LLP

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OFFICERS: (Continued)

Vice President/Asst. Secretary

Steven Martinez

1001 Brickell Bay Drive, 27th Floor
Miami, Florida 33131

APPROVED
AND
FILED
02 MAY 22 AM 10:01
SECURITY OF STATE
MIAMI
FLORIDA

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Delaware

PAGE 1

The First State

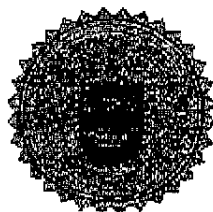
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHSTAR FANIZZI, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEALTHSTAR FANIZZI, INC." WAS INCORPORATED ON THE FIRST DAY OF MAY, A.D. 2002.

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

02 MAY 22 AM 10:01
SECRETARY OF STATE
DELAWARE
FILED

ALPHABETICALLY
AND
FILED



3521726 8300

020319414

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1784835

DATE: 05-20-02

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