

# F02000005981

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F02-598  
OK



ACCOUNT NO. : 072100000032  
REFERENCE : 837312 7202610  
AUTHORIZATION : *Patricia Pigato*  
COST LIMIT : \$ 70.00

ORDER DATE : November 27, 2002  
ORDER TIME : 10:12 AM  
ORDER NO. : 837312-015  
CUSTOMER NO: 7202610  
CUSTOMER: Kristin Balthaser, Paralegal  
Quovadx, Inc.  
6400 S Fiddler's Green Circle  
Suite 1000  
Englewood, CO 80111

FOREIGN FILINGS

NAME: QUOVADX, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: \_\_\_\_\_

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**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. QUOVADIX, 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. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09-14-2001 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. 6400 S. FIDDLER'S GREEN CR., SUITE 1000, ENGLEWOOD, CO 80111  
(Principal office address)  
6400 S. FIDDLER'S GREEN CR., SUITE 1000, ENGLEWOOD, CO 80111  
(Current mailing address)
8. To provide retail sales & services for computer integration software  
(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: Corporation Service Company  
Office Address: 1201 Hays Street  
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.*

Corporation Service Company

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

**A. DIRECTORS**

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: See attached officers/directors rider

Address: \_\_\_\_\_

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. 

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

14. Gary T. Scherping

EVP Finance + CFO

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

## QUOVADX, INC.

### Directors

Jeffrey M. Krauss	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Lorine R. Sweeney	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Robert Murrie	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Joseph G. Bleser	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Fred L. Brown	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
J. Andrew Cowherd	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
James A. Gilbert	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
James B. Hoover	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111

### Officers

President & CEO	Lorine R. Sweeney	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Treasurer	Gary T. Scherping	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Secretary	Art Schneiderman	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111
Assistant Secretary	Linda K. Wackwitz	6400 S. Fiddler's Green Cr., Ste 1000, Englewood, CO 80111

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# Delaware

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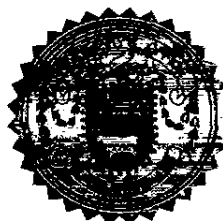
## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUOVADX, 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 SIXTEENTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "QUOVADX, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF MARCH, A.D. 1989.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2191750 8300

AUTHENTICATION: 2038025

020639591

DATE: 10-16-02