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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

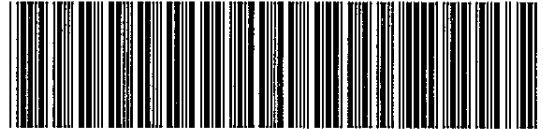
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TALLAHASSEE, FL 32301

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TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

December 23, 2002

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5750799 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please obtain the following:

Medical Edge Healthcare Group, Inc. (TX)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to my attention.

If for any reason the enclosed cannot be processed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

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.

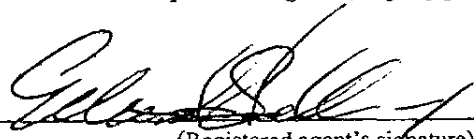
1. Medical Edge Healthcare Group, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Texas 3. 75-2682287
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 3, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 6, 2002
(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. 9330 Amberton Parkway, Suite 200, Dallas, Texas 75243
(Principal office address)
9330 Amberton Parkway, Suite 200, Dallas, Texas 75243
(Current mailing address)
8. To transact any or all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

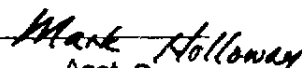
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CF Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.


(Registered agent's signature)


Asst. Secretary

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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02 DEC 23 PM 3:43
TALLAHASSEE FLORIDA
STATE

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

* A. DIRECTORS

Chairman: Ronald A. Hellstern, M.D.

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

Vice Chairman: _____

Address: _____

Director: Clay Heighten

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

Director: David Singley

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

B. OFFICERS

President: Clay Heighten

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

Vice President: David Singley

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

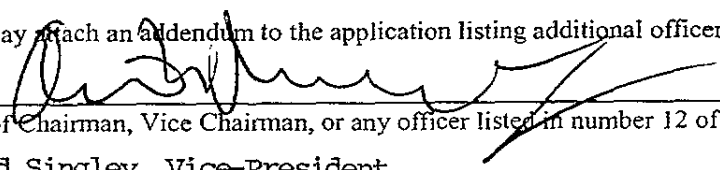
Secretary: David Singley

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

Treasurer: Mike Austin

Address: 9330 Amberton Parkway, Suite 200, Dallas, TX 75243

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. David Singley, Vice-President
(Typed or printed name and capacity of person signing application)

*see attached for additional Directors

Additional Directors of Medical Edge Healthcare Group, Inc.

Address of each: 9330 Amberton Parkway, Suite 200, Dallas, Texas 75243

Carl Soderstrom

Mike Austin

Ajay J. Pathak, M.D.

Fariborz A. Davoodi, M.D.

John Wood, M.D.

Jim Rellas, M.D.

Robert Martin, M.D.

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for MEDICAL EDGE HEALTHCARE GROUP, INC. (filing number: 139883500), a Domestic Business Corporation, was filed in this office on May 03, 1996.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 20, 2002.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State