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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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F03-1363
al



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 5, 2003

DAVID GREENE
11880 COLLEGE BLVD, SUITE 400
OVERLAND PARK, KS 66210

SUBJECT: CPCS ACQUISITION CO.
Ref. Number: W03000006268

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

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.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 903A00013897

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CPCS Acquisition Co
(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:

David Greene
(Name of Person)
CPCS Acquisition Co
(Firm/Company)
11880 College Blvd., Ste. 400
(Address)
Overland Park, KS 66210
(City/State and Zip code)

For further information concerning this matter, please call:

David Greene at (913) 663-8519
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

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:

- | | | | |
|--|---|--|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee & Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy |
|--|---|--|---|

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. CPCS Acquisition Co.
(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. 45-0497543
(FEI number, if applicable)
4. 1-15-03
(Date of incorporation)
5. Perpetual
(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. 11880 College Blvd., Ste. 400, Overland Park, KS 66210
(Principal office address)
(same)
(Current mailing address)
8. Insurance Premium Audits and Surveys
(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: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached

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. David L. Greene

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

14. David L. Greene VP Finance

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Officers

Name	Title	Business Address	Home Address	Home Phone
Robert W. Wickizer	President	11880 College Blvd., Ste. 400, Overland Park, KS 66210	P.O. Box 2404, Shawnee Mission, KS 66283	
David L. Greene	VP-Finance	11880 College Blvd., Ste. 400, Overland Park, KS 66210	12718 West 120th St., Overland Park, KS 66213	
Ronald H. Bozarth	Secretary/CIO	11880 College Blvd., Ste. 400, Overland Park, KS 66210	10250 S. Greentree Court, Olathe, KS 66061	
Michael J. Ferguson	VP-Bus. Devel.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	7 Breckenridge, Nashville, TN 38215	
Mark W. Turrentine	VP-Marketing	11880 College Blvd., Ste. 400, Overland Park, KS 66210	13247 Long St., Overland Park, KS 66213	
Angela L. Eberhart	AVP-Controller	11880 College Blvd., Ste. 400, Overland Park, KS 66210	1303 N 2nd St. East, Louisburg, KS 66053	
David Harris	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	17544 E. Hinsdale Place, Foxfield, CO 80016	
Stephen D. Pogue	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	7919 Shawnee Dr., Overland Park, KS 66212	
Lee Surridge	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	12508 Emerald Ct., Pineville, NC 28134	
Steve Parish	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	7459 Elizabeth Rd., Melrose Park, PA 19126	

Directors

Name	Title	Business Address
Steve Klinsky	Chairman	11880 College Blvd., Ste. 400, Overland Park, KS 66210
Alok Singh	Director	11880 College Blvd., Ste. 400, Overland Park, KS 66210

OFFICE OF STATE
ATTORNEY GENERAL
TALLAHASSEE, FLORIDA

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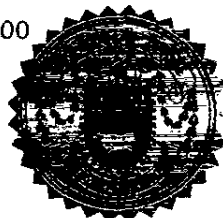
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CPCS ACQUISITION CO." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF MARCH, A.D. 2003.

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

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AUTHENTICATION: 2293005

DATE: 03-06-03
Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State