

F03000002024

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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03 APR 23 AM 11:11
DIVISION OF CORPORATION

FILED
03 APR 23 PM 12:27
STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

April 23, 2003

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

FILED
03 APR 23 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5806128 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

MedCare, Inc. (DE)
Qualification
Florida

Please FILE FIRST.

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

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

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned William C. Tella, do hereby certify
that this Resolution of the Board of Directors of
MedCare, Inc., a corporation duly organized and
existing under the laws of the State of Delaware, was duly adopted on
April 14th 2003.

Resolved, that MedCare, Inc., organized
and existing in the State of Delaware hereby adopts the name Curative Pharmac
Services, Inc. for use in Florida.

Dated: April 22nd 2003

William C. Tella
Signature of Director

**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. MEDCARE, 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. 22-3891372
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1-13-03 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. 150 MOTOR PARKWAY, HAUPPANGE, NEW YORK 11788
(Principal office address)
150 MOTOR PARKWAY, HAUPPANGE, NEW YORK 11788
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
(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, FL 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.

C T Corporation System

By: Conner Bogan
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: WILLIAM C. TELLA

Address: 150 MOTOR PARKWAY

HAUPPAUGE, NEW YORK 11788

Director: NANCY F. LANIS

Address: 150 MOTOR PARKWAY

HAUPPAUGE, NEW YORK 11788

B. OFFICERS

President: WILLIAM C. TELLA

Address: 150 MOTOR PARKWAY

HAUPPAUGE, NEW YORK 11788

Vice President: _____

Address: _____

Secretary: NANCY F. LANIS

Address: 150 MOTOR PARKWAY, HAUPPAUGE, NEW YORK 11788

Treasurer: THOMAS AXMACHER

Address: 150 MOTOR PARKWAY, HAUPPAUGE, NEW YORK 11788

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

13. Thomas Axmacher

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

14. Thomas Axmacher, Treasurer

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

Addendum to Application by Foreign Corporation for Authorization to Transact Business in Florida

12.A. Directors Continued

Director: Joseph Feshbach

Address: 2105 Woodside Road, Second Floor, Woodside, California 94062

03 APR 23 PM 12:27
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

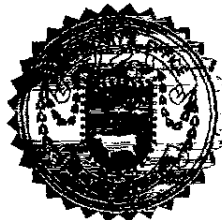
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEDCARE, 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 ELEVENTH DAY OF MARCH, A.D. 2003.

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

FILED
03 APR 23 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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030163441

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2302057

DATE: 03-11-03