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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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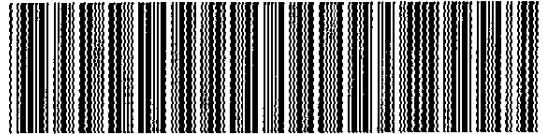
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 185097 7324238

AUTHORIZATION : *Patricia Figueroa*

COST LIMIT : \$ 4670.00

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ORDER DATE : July 28, 2003

ORDER TIME : 8:54 AM

ORDER NO. : 185097-005

CUSTOMER NO: 7324238

CUSTOMER: Glen Fredenberg
Us Labs, Inc.
2601 Campus Drive

Irvine, CA 92612

FOREIGN FILINGS

NAME: U.S. PATHOLOGY LABS, 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: Susie Knight -- EXT# 1156

EXAMINER: _____

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. US PATHOLOGY LABS, 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. 33-0812609
(State or country under the law of which it is incorporated) (FEI number, if applicable)
05/19/2003
4. _____ 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 3/1999
(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. 2601 CAMPUS DR. IRVINE CA 92612
(Principal office address)
2601 CAMPUS DR. IRVINE CA 92612
(Current mailing address)
8. PATHOLOGY LABORATORY
(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.

William M. Edrington

(Registered agent's signature) William M. Edrington, Authorized Rep.
Corporation Service Company

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: JOHN STORO
Address: 505 SANSONE ST SUITE 1550
SAN FRANCISCO, CA 94111

Vice Chairman: MIKE DANZI
Address: 28 VALERIO
NEWPORT BEACH CA 92660

Director: JUDD R JESSUP
Address: 2601 CAMPUS DR.
IRVINE CA 92612

Director: _____
Address: _____

B. OFFICERS

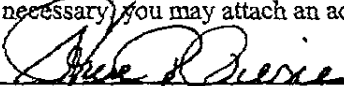
President: JUDD R JESSUP - CEO
Address: 2601 CAMPUS DR.
IRVINE CA 92612

Vice President: 40 STEVE PIERCE
Address: 2601 CAMPUS DR
IRVINE CA 92612

Secretary: GLEN FREDENBERG
Address: 2601 CAMPUS DR. IRVINE CA 92612

Treasurer: _____
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. Steve R. Pierce, Vice President and Chief Financial Officer
(Typed or printed name and capacity of person signing application)

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The First State

PAGE 1

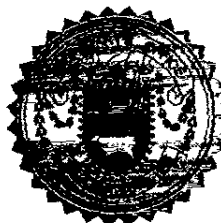
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SECRETARY OF STATE
TALLAMIESSEE
HARRIS

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. PATHOLOGY LABS, INC." WAS 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 TWENTY-FOURTH DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "U.S. PATHOLOGY LABS, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF MAY, A.D. 1998.

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

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2894769 8300

AUTHENTICATION: 2546220

030485046

DATE: 07-24-03