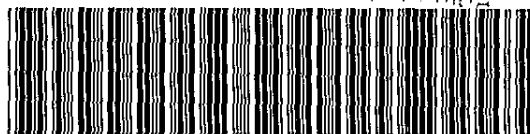


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STATE
TALLAHASSEE, FLORIDA



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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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Special Instructions to Filing Officer:

W03-24024

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TRANSMITTAL LETTER

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TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: The Americare Corporation
(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:

Cory R. Harris

(Name of Person)

Nyemaster, Goode, Voigts, West, Hansell & O'Brien

(Firm/Company)

700 Walnut, Suite 1600

(Address)

Des Moines, Iowa 50309

(City/State and Zip code)

For further information concerning this matter, please call:

Cory R. Harris

(Name of Person)

at (515) 283-8153

(Area Code & Daytime Telephone Number)

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: as well as a return FedEx envelope.

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**NYEMASTER, GOODE, VOIGTS, WEST,
HANSELL & O'BRIEN**

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS AT LAW

L.R. VOIGTS
JAMES B. WEST
EDGAR B. HANSELL
R. CRAIG SHIVES
LAWRENCE E. MYERS
KEITH B. LUCHTEL
GERALD J. NEWBROUGH
ROBERT A. VANORSDEL
RICHARD J. SAFF
G.R. NEUMANN
RUSSELL B. SCHRAGE
CARLTON T. KING
GREGORY P. PAGE
RANDALL G. HORSTMANN
JAY EATON
BURNS MOSEMAN
BRADFORD L. AUSTIN
SARA J. SERSLAND
HAYWARD L. DRAFER
MICHAEL W. THRALL

MARK C. DICKINSON
GREGORY B. WILCOX
JOHN F. LORENTZEN
ROD KUBAT
STEVEN J. ROY
FRANK B. HARTY
JAMES C. WINE
BRUCE W. BAKER
THOMAS W. FOLEY
STEVEN H. LYTLE
TERRY C. HANCOCK
ANTHONY A. LONGNECKER
JOSEPH A. QUINN
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MARK D. ALJETS
G. THOMAS SULLIVAN
THOMAS H. WALTON
WILLARD L. BOYD III
JEFFREY W. COURTER
HALLIE E. STILL-CARIS

L.W. "BILL" ROSEBROOK
TERRY L. MONSON
BARRY J. NADLER
DAVID W. BENSON
BRIAN J. HUMKE
DEBORAH S. KRAUTH
PAULA S. DIERENFELD
COREEN K. SWEENEY
ANTONIO COLACINO
JILL M. STEVENSON
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NEAL K. WESTIN
STEPHANIE L. MARETT

JORDAN B. HANSELL
CORY R. HARRIS
BRADLEY R. KRUSE
PATRICK B. WHITE
STEPHANIE G. TECHAU

OF COUNSEL
SAMUEL G. O'BRIEN
JOHN J. MCLAUGHLIN
DREW R. TILLOTSON
FRANK B. COMFORT
DON MUYSKENS
ROGER L. FERRIS
LUTHER L. HILL, JR.
JAMES R. MUMFORD

RAY NYEMASTER
(1914-1995)
D.J. GOODE
(1907-2002)

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700 WALNUT, SUITE 1600
DES MOINES, IOWA 50309-3899
(515) 283-3100

1416 BUCKEYE AVENUE, SUITE 200
AMES, IOWA 50010-8070
(515) 233-3000

FACSIMILE
(515) 283-3108

WRITER'S DIRECT DIAL NUMBER
(515) 283-8153
CRHARRIS@NYEMASTER.COM

REPLY TO:
DES MOINES

September 11, 2003

VIA FEDERAL EXPRESS

Ms. Agnes Lunt
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: The Americare Corp

Dear Ms. Lunt:

From our telephone discussion today I understand that the unavailability of the name "The Americare Corporation," as stated in your August 22, 2003, letter, a copy of which is attached, is based upon the existence of the trademark "Americare," document number T15413 filed on 12/26/1991 by American Republic Insurance Company.

American Republic Insurance Company and The Americare Corporation are in fact sister companies. Both are wholly owned by American Enterprise Holdings, Inc., an Iowa corporation.

Given this common ownership, we hope that the Florida Department of State will reconsider this matter.

Ms. Agnes Lunt
September 11, 2003
Page 2

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CLERK OF ST
TALLAHASSEE, FL

Please feel free to contact me with any comments or questions you may have.

Very truly yours,


Cory R. Harris

CRH/cal
Enclosure
cc: Mark C. Dickinson (w/encl)



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

FILED
03 SEP 19 PM 1:55
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

August 22, 2003

CORY R. HARRIS
700 WALNUT, SUITE 1600
DES MOINES, IA 50309

SUBJECT: THE AMERICARE CORPORATION
Ref. Number: W03000024024

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

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 203A00047710

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.

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19 PM 1:1

1. The Americare Corporation

(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. Iowa

(State or country under the law of which it is incorporated)

3. 57-1176393

(FEI number, if applicable)

4. May 9, 2003

(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. 601 - 6th Avenue, Des Moines, Iowa 50334

(Principal office address)

same

(Current mailing address)

8. Insurance agency

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

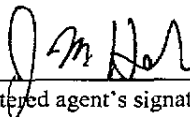
(City)

, Florida 33324

(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)

James M. Halpin
Assistant 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.

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

A. DIRECTORS - See Attached List

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS - See Attached List

President: _____

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

14. Mary K. Durand, Secretary
(Typed or printed name and capacity of person signing application)

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FALLS CHURCH, VIRGINIA

The names and addresses of the officers and directors of The Americare Corporation are as follows:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Michael E. Abbott	Chairman, CEO, President and Director	601 6 th Avenue Des Moines, IA 50334
James A. Walker	Director	601 6 th Avenue Des Moines, IA 50334
Brent B. Green	Director	601 6 th Avenue Des Moines, Iowa 50334
Joseph E. Blair, Jr.	Director	601 6 th Avenue Des Moines, Iowa 50334
Craig W. Bainbridge, M.D.	Director	601 6 th Avenue Des Moines, Iowa 50334
Burdette N. Heikens	Director	601 6 th Avenue Des Moines, Iowa 50334
John L. Maginn	Director	601 6 th Avenue Des Moines, Iowa 50334
Sarah J. Roy	Vice President & Treasurer	601 6 th Avenue Des Moines, Iowa 50334
Mary K. Durand	Secretary	601 6 th Avenue Des Moines, Iowa 50334

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CLERK OF DISTRICT COURT
JALLAHOPE, FLORIDA

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FILED
Date: 08/05/2003
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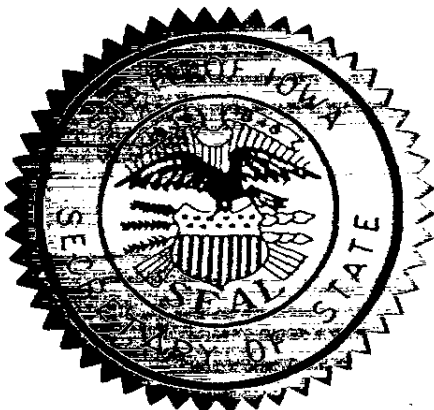
SECRETARY OF STATE

490 DP-000279517
THE AMERICARE CORPORATION
NYEMASTER, LAW FIRM
ATTN: CORY R. HARRIS
700 WALNUT ST., STE. 1600
DES MOINES, IA 503093899

CERTIFICATE OF EXISTENCE

Name: THE AMERICARE CORPORATION
Begin date: 05/09/2003
Expiration: PERPETUAL

I, CHESTER J. CULVER, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report has been filed by the secretary of state, and that articles of dissolution have not been filed.



A handwritten signature in cursive script that reads "Chester J. Culver".

CHESTER J. CULVER SECRETARY OF STATE

