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FOREIGN PROFIT QUALIFICATION
HAITIAN AMERICAN DOCTOR'S HOSPITAL, S.A.

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**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. Haitian American Doctor's Hospital - S.A.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Haiti 3. 98-0425255
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. May 14, 2004 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. 2137 W. Martin Luther King Tampa FL 33607
(Principal office address)

2137 W. Martin Luther King Tampa FL 33607
(Current mailing address)

8. Medical services provider
(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: Frederick J. Bergmann

Office Address: 2137 W. Martin Luther King
Tampa, Florida 33607
(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.

Frederick J. Bergmann
(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:

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A. DIRECTORSChairman: Larry ChadwellAddress: 845 Bayshore BlvdTampa Florida 33602Vice Chairman: Christian SaxonAddress: 2137 W. Martin Luther KingTampa, FL 33607Director: Frederick BergmannAddress: 2137 W. Martin Luther KingTampa FL 33607

Director: _____

Address: _____

B. OFFICERSPresident: Larry ChadwellAddress: 845 Bayshore BlvdTampa FL 33602Vice President: Christian SaxonAddress: 2137 W. Martin Luther KingTampa FL 33607Secretary: Ludger ConfidentAddress: 2137 W. Martin Luther King Tampa FL 33607Treasurer: Rudolph DanaAddress: 2137 W. Martin Luther King Tampa FL 33607

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

13. Frederick T. Bergmann
(Signature of Director or Officer listed in number 12 of the application)14. Frederick T. Bergmann VP. Director
(Typed or printed name and capacity of person signing application)

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Adhérent Institution
à l'Union Internationale
du Notariat Latin*Me Jean Henry Céant*Licencié en Droit
Notaire Public
Membre de l'ASNOP**CERTIFICAT**

Le Notaire soussigné certifie et atteste par la présente que les Membres Fondateurs de la Société Anonyme dénommée : « HAYTIAN AMERICAN DOCTOR'S HOSPITAL, S.A » au Capital Social de Cent Mille Gourdes (Gdes 100,000.00) ont signé en son Etude toutes les pièces relatives à la Formation et à la Constitution de ladite Société, lesquelles pièces dont les expéditions ont été déposé au Ministère du Commerce et de l'Industrie pour les suites de droit.

En foi de quoi, le présent Certificat est délivré pour servir et valoir ce que de droit.

Port-au-Prince, le 14 mai 2004.

Jean Henry CEANT
Notaire Public.-CLERK OF COURT
JANUARY 25, 2004
TALLAHASSEE, FLORIDAFILED
JAN 25 AM 9:38

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Par devant Me. Jean Henry CEANT, Notaire à Port-au-Prince, identifié au No-003-000-397-1, patenté au No-414424 et imposé au No-703092-A ; Soussigné.

A COMPARU :

Maitre Frédéric Marx LABISSIERE, Avocat du Barreau de Port-au-Prince, identifié, patenté et imposé respectivement aux Nos-003-301-690-7, 508472 et A-315023, propriétaire, demeurant et domicilié en cette ville; agissant comme celui constitué des Membres Fondateurs de la Société Anonyme Dénommée: « HAYTIAN AMERICAN DOCTOR'S HOSPITAL, S.A ».

Lequel comparant ès-qualités a, par ces présentes, déposé en l'Etude du Notaire Soussigné pour être mis ce jour au rang de ses minutes, ce à toutes fins légales, notamment en délivrer extraits ou exécutions nécessaires: Les Statuts de ladite Société Anonyme, dactylographiés au recto vingt-et-un feuilles de papier blanc ordinaire, comportant quarante-cinq articles et datés de Port-au-Prince, le sept Mai deux mille quatre; au bas desquels sont apposées les signatures manuscrites identifiées par le comparant ès-qualités comme étant celles des Membres Fondateurs, savoir: Christian E. Sanon, Rudolph Dana, Chantal Joseph et Ludner Confident.-

Lesdits Statuts seront enregistrés ensemble la minute des présentes pour y demeurer annexés.

DONT ACTE:

Fait et passé à Port-au-Prince, en l'Etude et en minute ce jour, treize Mai deux mille quatre ;

Et, après lecture, requis de signer, le comparant ès-qualités l'a fait avec le Notaire; un renvoi en marge bon ;

Ainsi signé en pareil endroit de la minute (S) Me. Frédéric Marx LABISSIERE et Me. Jean Henry CEANT, Notaire dépositaire de la minute au bas de laquelle est écrit enregistré à Port-au-Prince, le quatorze Mai deux mille quatre; folio: _____ case: _____ du registre: _____ no: _____ des actes civils.

PERCU D. FIXE: _____ GDES

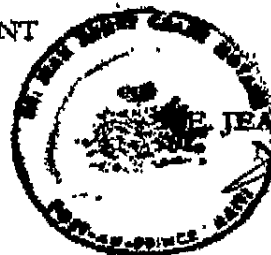
PROPORTIONNEL: _____ «

VISA TIMBRE: _____ «

LE DIRECTEUR GENERAL DE L'ENREGISTREMENT

(S) J.R. ANTOINE

COLLATION NE:



Signature of Jean Henry Ceant
NOTAIRE PUBLIC
17-9-04

SUIT LA TENEUR DE L'ANNEXE.

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