

FEB-04-2005 11:41
Division of Corporations

CT CORPORATION

P.01/04

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Healthshare Technology, Inc.

Certificate of Status	1
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Page Count	04
Estimated Charge	\$2,378.75

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J. BRYAN FEB - 7 2005

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. HealthShare Technology, 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
(State or country under the law of which it is incorporated)
3. 04-3170193
(FEI number, if applicable)
4. October 13, 1992
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. November 15, 2003
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 360 Massachusetts Avenue, Acton, MA 01720

(Current mailing address)

8. To provide hospitals and health plans with internet software tools.
(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 Laurie M. Hatch

Office Address: 1300 South Pine Island Road // 336 Woodland Woods Blvd.
Plantation Weki Wachee, Florida, 33324 34613
(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.

CT Corporation System
Laurie M. Hatch
(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.

Attached

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

FL019 - 02/00 CT System Online

Attached

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CORPORATION
SECRETARY OF STATE
FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Richard B. Siegrist, Jr.
 Address: 360 Mass Ave, Acton, MA 01720

Vice Chairman: Peter Seidler
 Address: 1000 W. Main Street, Suite 3700

Waltham, MA 02451-1145

Director: George Kennedy

Address: 296 Main Street

Waltham, MA 01720

Director: Earl Frederick

Address: 553 Ambridge Drive

Lake Forest, IL 60045

Marshall, MA 02172

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Richard B. Siegrist, Jr.

Address: 360 Mass Ave, Acton, MA 01720

Vice President: Donald W. Siegrist

Address: 360 Mass Ave, Acton, MA 01720

Secretary: Donald W. Siegrist

Address: See above

Treasurer: Richard B. Siegrist, Jr.

Address: See above

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

13. Richard B. Siegrist, Jr.
 (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard B. Siegrist, Jr.
 (Typed or printed name and capacity of person signing application)

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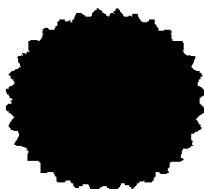
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHSHARE TECHNOLOGY, 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 NINETEENTH DAY OF JANUARY, A.D. 2005.

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.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3627315

DATE: 01-19-05

TOTAL P.04