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FOREIGN PROFIT/NONPROFIT CORPORATION

HEALTHSTAR EDUCATIONAL SYSTEMS, INC.

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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. HealthSTAR Educational Systems, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Delaware

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

3. 20-3850422

(FEI number, if applicable)

4. January 13, 2004

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

c/o HealthSTAR Educational Systems, Inc., Suite 202, 100 Woodbridge Center Drive

7. Woodbridge, NJ 07095

(Principal office address)

Suite 202, 100 Woodbridge Center Drive, Woodbridge, NJ 07095

(Current mailing address)

8. pharmaceutical marketing services To engage in any act or activity for which corporations may be

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

By: Tatiana Niles, Asst VP

(Registered agent's signature)

Assistant Vice President

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: See attached officers/directors rider

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. 

(Signature of Director or Officer listed in number 12 of the application)

14. Caryn E. Kenin, Assistant Secretary

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

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OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

HealthSTAR Educational Systems, Inc.

List of Officers

Name: Joseph Mastracchio Title: President
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

Name: Paul R. Tyndall Title: SVP
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

Name: James Sivori Title: SVP, CFO & Treasurer
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

Name: Caryn E. Kenin Title: Assistant Secretary
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

Name: Bryan Fuerst Title: Asst. Treasurer
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

Name: Paul R. Tyndall Title: Secretary
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

List of Directors

Name: John Black Term: Dec 01, 2006
Bus. Addr.: 855 Boylston Street, Boston, MA 02116

Name: Peter Cossman Term: Dec 01, 2006
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

Name: Myron Holubiak Term: Dec 01, 2006
Bus. Addr.: 100 Woodbridge Center Dr, Ste 202 , Woodbridge , NJ 07095

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHSTAR EDUCATIONAL SYSTEMS, 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 JANUARY, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEALTHSTAR EDUCATIONAL SYSTEMS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF JANUARY, A.D. 2004.

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



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4440879

DATE: 01-11-06

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