

F09000002153

(Requestor's Name)

(Address)

(Address)

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(Business Entity Name)

(Document Number)

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Office Use Only



800152686368

05/27/09--01004--015 **2600.00

04/27/09--01031--021 **78.75

FILED
09 MAY 27 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EP 5/28/09

W09000019943



RECEIVED
DEPARTMENT OF STATE



09 MAY 26 PM 3:01

²²
May 16, 2009

Florida Department of State
Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Healthyroads, Inc.

Thank you for your letter of May 15, 2009, notifying us of additional fees required to complete our Application by Foreign Corporation for Authorization to Transact Business in Florida.

Enclosed, please find a check in the amount of \$2600 to meet that requirement.

Should you need anything further, I can be contacted at 619-578-2000 (Ext. 3658).

Sincerely,

A handwritten signature in cursive script that reads "Sheryl Bontemps".

Sheryl Bontemps
Administrator, Corporate Affairs

Encl.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 30, 2009

SHERYL BONTEMPS
777 FRONT STREET
SAN DIEGO, CA 92101

SUBJECT: HEALTHYROADS, INC.
Ref. Number: W09000019943

We have received your document for HEALTHYROADS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5,750.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6921.

Maryanne Dickey
Document Specialist Supervisor

Letter Number: 009A00014311



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 28, 2009

SHERYL BONTEMPS
777 FRONT STREET
SAN DIEGO, CA 92101

SUBJECT: HEALTHYROADS, INC.
Ref. Number: W09000019943

We have received your document for HEALTHYROADS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$4,600.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6062.

Eula Peterson
Regulatory Specialist II

Letter Number: 009A00014311



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 15, 2009

SHERYL BONTEMPS
777 FRONT STREET
SAN DIEGO, CA 92101

We have received your document for HEALTHYROADS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 608.502(4), or 617.1502(4), F.S., this office is required to collect all applicable annual report fees and a minimum civil penalty of \$500 per year for each year an entity transacted business or conducted its affairs in this state without a certificate of authority to do so. Having agreed to impose the minimum civil penalty of \$500 per year, the Department of State is unable to further reduce, abate or waive the annual report and/or penalty fees due this office.

Consequently, this letter shall constitute notice that the Department of State intends to pursue all legal remedies, including the maximum civil penalty fees, provided for in sections 607.0130(3) and 607.1502(4), 617.01301 and 617.1502(4), or 608.502(4), F.S., if the amount of \$2600.00 is not submitted to this office within the next 30 days.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Justin M Shivers
Regulatory Specialist II
New Filing Section

Letter Number: 409A00016631

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Healthroads, Inc.

(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:

Sheryl Bontemps

(Name of Person)

American Specialty Health, Inc.

(Firm/Company)

777 Front Street

(Address)

San Diego, CA 92101

(City/State and Zip code)

For further information concerning this matter, please call:

Sheryl Bontemps

(Name of Person)

at (619) 578-2000 Ext. 3658

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$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

**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. Healthroads, 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. California

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

3. 33-0783504

(FEI number, if applicable)

4. August 25, 1997

(Date of incorporation)

5. Perpetual

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

6. January 1, 2005

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 777 Front Street, San Diego, CA 92101

(Principal office address)

777 Front Street, San Diego, CA 92101

(Current mailing address)

8. Health care and wellness company

(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, 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.

Corporation Service Company

By: Stephanie Orr

(Registered agent's signature)

ASST VP

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.

FILED
09 MAY 27 PM 1:47
TALLAHASSEE, FLORIDA
DEPT. OF STATE

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

A. DIRECTORS

Chairman: George T. Devries, III

Address: 777 Front Street

San Diego, CA 92101

Vice Chairman: William M. Comer, Jr.

Address: 777 Front Street

San Diego, CA 92101

Director: Robert L. Crocker, MD

Address: 777 Front Street

San Diego, CA 92101

Director: Julie Jennings

Address: 777 Front Street

San Diego, CA 92101

FILED
09 MAY 27 PM 1:47
STATE OF FLORIDA
TALLAHASSEE

B. OFFICERS

President: Robert P. White

Address: 777 Front Street

San Diego, CA 92101

Vice President: Robert L. Crocker, MD

Address: 777 Front Street

San Diego, CA 92101

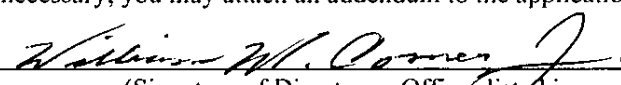
Secretary: Julie Jennings

Address: 777 Front Street, San Diego, CA 92101

Treasurer: William M. Comer, Jr.

Address: 777 Front Street, San Diego, CA 92101

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. William M. Comer, Jr., Treasurer and Chief Financial Officer

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

**Attachment for
Statement of Information**

Subsidiaries of American Specialty Health, Inc.

- **American Specialty Health Affinity, Inc.**
- **American Specialty Health Clearinghouse, Inc.**
- **American Specialty Health IPA of NY, Inc.**
- **American Specialty Health Networks of South Dakota, Inc.**
- **American Specialty Health Networks, Inc.**
- **American Specialty Health ODS of New Jersey, Inc.**
- **American Specialty Health Plans of California, Inc.**
- **American Specialty Health Systems, Inc.**
- **Health Management Strategies, Inc.**
- **Heathyroads, Inc.**

**Names and Addresses of
Directors:**

George T. DeVries, III
Chairman of the Board
777 Front Street
San Diego, CA 92101

William M. Comer, Jr.
777 Front Street
San Diego, CA 92101

Robert L. Crocker, MD
777 Front Street
San Diego, CA 92101

Julie Jennings
777 Front Street
San Diego, CA 92101

Kevin E. Kujawa
777 Front Street
San Diego, CA 92101

Pamela Lauper
777 Front Street
San Diego, CA 92101

R. Douglas Metz, DC
777 Front Street
San Diego, CA 92101

Robert P. White
777 Front Street
San Diego, CA 92101

FILED
09 MAY 27 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

HEALTHYROADS, INC.

FILE NUMBER: C2034247
FORMATION DATE: 08/25/1997
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

FILED
09 MAY 27 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to exercise
all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of April 24, 2009.

Debra Bowen

DEBRA BOWEN
Secretary of State