

109000003871

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

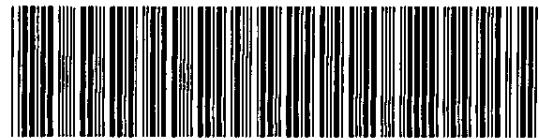
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: USA Senior Care Network, Incorporated

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," or "Certificate of Good Standing" 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:

Shirley Parks

Name of Person

USA Senior Care Network, Incorporated

Firm/Company

7301 N 16th Street, Suite 201

Address

Phoenix, AZ 85020

City/State and Zip code

shirleyp@usamco.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shirley Parks at (602) 371 3860
Name of Person 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 Cop \$87.50 Filing Fee, Certificate of Status & Certified Copy

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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. USA Senior Care Network, Incorporated

(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 3. 74-2810999

(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. January 27, 1997 5. Perpetual

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

6. September 8, 2009

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

7. 916 South Capital of Texas Highway, Austin, Texas 78746

(Principal office address)

7301 N 16th Street, Suite 201 Phoenix, AZ 85020

(Current mailing address)

8. Network of providers for senior health care

(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)

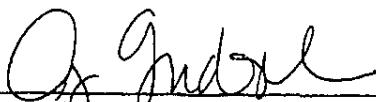
Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, FL 32301, Florida
(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.



(Registered agent's signature)

Amy Gudgel, Asst. 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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: George E Bogle

Address: 916 South Capital of Texas Highway

Austin, TX 78746

Director: G. Michael Bogle

Address: 7301 N 16th Street, Suite 201

Phoenix, AZ 85020

B. OFFICERS

President: G. Michael Bogle

Address: 7301 N 16th Street, Suite 201

Phoenix, AZ 85020

Vice President: Shirley Parks

Address: 7301 N 16th Street, Suite 201

Phoenix, AZ 85020

Secretary: Donna Smith

Address: 916 South Capital of Texas Highway, Austin Texas 78746

Treasurer: Miki Godlaski

Address: 7301 N 16th Street, Suite 201 Phoenix, AZ 85020

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

13. Shirley Parks
(Signature of Director or Officer listed in number 12 of the application)

14. Shirley Parks Vice President/Assistant Secretary
(Typed or printed name and capacity of person signing application)

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Delaware

PAGE 1

The First State

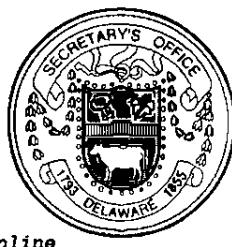
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "USA SENIOR CARE NETWORK,
INCORPORATED" 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
FIFTEENTH DAY OF AUGUST, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "USA SENIOR
CARE NETWORK, INCORPORATED" WAS INCORPORATED ON THE
TWENTY-SEVENTH DAY OF JANUARY, A.D. 1997.

2710965 8300

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Jeffrey W. Bullock, Secretary of State

Jeffrey W. Bullock, Secretary of State
REGN: 7477018

DATE: 08-15-09

You may verify this certificate online
at corp.delaware.gov/authver.shtml