

F94000003465

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EVAN M. KLEIMAN  
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TELEPHONE (954) 463-6755  
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October 22, 1998

Division of Corporations  
Amendment Section  
PO Box 6327  
Tallahassee, FL 32314

700002672687--0  
-10/26/98-D1105-010  
\*\*\*\*\*61.25 \*\*\*\*\*52.50

RE: Quest Healthcare Inc.

Dear Sir/Madam:

Attached please find an application by Foreign Profit Corporation to file an Amendment to Application for Authorization to Transact Business in Florida, more specifically, Carlow & Associates, Inc., which was authorized to conduct business in Florida, effective 7-1-94, has changed it's name to Quest Healthcare, Inc.

I am also enclosing a check in the amount of \$61.25 for a certified copy of the Application and a Certificate of Status.

Thank you for your cooperation in this matter.

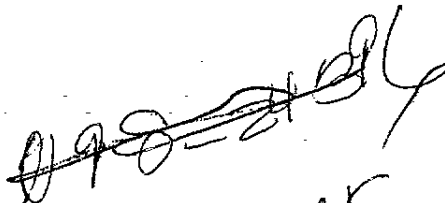
Sincerely,

  
Evan M. Kleiman, Esq.

enclosures

EMK/hs

FILED  
98 NOV - 6 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
NC  
KPG 11/9



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 28, 1998

EVAN M. KLIEMAN, ESQ.  
SUITE 300  
901 SOUTH FEDERAL HWY  
FT. LAUDERDALE, FL 33316

SUBJECT: CARLOW & ASSOCIATES, INC.  
Ref. Number: F94000003465

We have received your document for CARLOW & ASSOCIATES, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

NUMBER 4 OF THE APPLICATION MUST HAVE THE DATE OF NAME CHANGE IN THE HOME STATE.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 498A00052816

*A. F. Hadred*

RECEIVED  
NOV -5 AM 8:17  
DIVISION OF CORPORATIONS

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

1. Carlson & Associates, Inc.  
Name of corporation as it appears on the records of the Department of State.

2. Delaware 3. 7-1-94  
Incorporated under laws of Date authorized to do business in Florida

FILED  
98 NOV -6 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

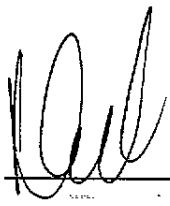
**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? ~~7-2-96~~ 7-2-96
5. Quest Healthcare, Inc.  
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
New Jurisdiction

  
Signature

10-22-98  
Date

Michael Carlson  
Typed or printed name

President  
Title

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CARLOW & ASSOCIATES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "QUEST HEALTHCARE, INC.", THE SECOND DAY OF JULY, A.D. 1996, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2344641 8320

981415151

AUTHENTICATION:

9379766

DATE:

10-29-98