



HEALTH CARE INFORMATION TECHNOLOGY

F950000000120

December 9, 1994

Florida Department of State
Jim Smith, Secretary of State
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

900001356169
-12/19/94--01010--004
*****70.00 *****70.00

To whom it may concern;

Enclosed please find our Application by a Foreign Corporation for Authorization to do Business in the State of Florida. Also enclosed is a certified copy of a resolution for a corporation adopting a fictitious name, a certificate of good standing and our check for \$70.00.

If you have any questions please contact me at (513) 583-0500.

Thank You,

Jenny Vonasek

Jenny Vonasek
Accountant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
RECORDS

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[Handwritten signature]



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 19, 1994

MEDPLUS, INC.
% JENNY VONASEK
8600 GOVERNOR'S HILL DR., SUITE 112
CINCINNATI, OH 45249

SUBJECT: MEDPLUS HEALTHCARE INFORMATION TECHNOLOGY
Ref. Number: W94000026844

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DIVISION OF CORPORATIONS
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We have received your document for MEDPLUS HEALTHCARE INFORMATION TECHNOLOGY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The adopted corporate name on the resolution must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 494A00053518

CERTIFIED COPY OF RESOLUTION

CORPORATION ADOPTING A FICTITIOUS NAME FOR USE
IN THE STATE OF FLORIDA

I, THE UNDERSIGNED Thomas J Barton, DO HEREBY
CERTIFY THAT THE FOLLOWING IS A TRUE, COMPLETE AND CORRECT COPY OF A
CERTAIN RESOLUTION OF THE BOARD OF DIRECTORS OF MEDPLUS, INC. A
CORPORATION DULY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF
OHIO, WHICH RESOLUTION WAS DULY ADOPTED AT A DULY
CALLED MEETING OF THE SAID BOARD, HELD ON Dec. 10 19 94, A
QUORUM BEING PRESENT, AND IS SET FORTH IN THE MINUTES OF THE SAID MEETING;
THAT I AM THE KEEPER OF THE CORPORATE SEAL AND OF THE MINUTES AND RECORDS
OF THIS CORPORATION; AND THAT THE SAID RESOLUTION HAS NOT BEEN RESCINDED
OR MODIFIED:

"RESOLVED THAT MEDPLUS, INC.
ORGANIZED AND EXISTING IN THE STATE OF OHIO
HEREBY ADOPTS THE NAME MEDPLUS HEALTHCARE INFORMATION
FOR USE IN THE STATE OF FLORIDA FOR ALL PURPOSES; AND TECHNOLOGY, INC.
FURTHER RESOLVED THAT THE OFFICERS OF THE CORPORATION
ARE AUTHORIZED AND DIRECTED TO TAKE ALL STEPS THAT THEY
DEEM NECESSARY AND APPROPRIATE TO QUALIFY THE CORPORATION
TO DO BUSINESS WITHIN THE STATE OF FLORIDA UNDER THE NAME
OF MEDPLUS HEALTHCARE INFORMATION TECHNOLOGY, INC.
RESOLVED FURTHER THAT ALL ACTIVITIES AND BUSINESS OF THE
CORPORATION WITHIN THE STATE OF FLORIDA SHALL BE CARRIED
OUT UNDER THE NAME MEDPLUS HEALTHCARE
INFORMATION TECHNOLOGY, INC.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED
THE SEAL OF THE SAID CORPORATION, ON THIS THE 10th DAY OF

December 19 94.

Thomas J Barton



HEALTH CARE INFORMATION TECHNOLOGY

December 27, 1994
Letter # 494A00053518

Steven Harris
Corporate Specialist
State of Florida
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

Dear Steven;

As a recently hired accountant for MedPlus Health Care Information Technology, Inc., I have assumed responsibility for all foreign corporation filings. As such, I would like to submit a letter of explanation regarding why we have not previously filed as a foreign corporation in Florida.

As of 1991 our home office consisted of only a bookkeeper. We had neither sales or assets in Florida. In April, 1994 a Chief Financial Officer was hired and evaluated the filing requirements in each state. It was determined that MedPlus Health Care Information Techn, Inc. was required to qualify to do business in the State of Florida. As such, it is evident that we have voluntarily submitted the accurate information required by your State.

As our company continues to grow we are eager to comply with all the necessary filing requirements in the State of Florida. We would greatly appreciate having our voluntary compliance taken into consideration by your office. We are hopeful that the entire \$700.00 penalty can be waived, or at the very least, be a ratio that is proportionate to the minor amount of business we have conducted in Florida. Thank you in advance for your consideration. We hope to hear from you in the near future.

Sincerely,

Jenny Vonasek
Accountant
MedPlus Health Care Information Technology

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DIVISION OF CORPORATIONS
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HEALTH CARE INFORMATION TECHNOLOGY

January 4, 1995

Steven Harris
Corporate Specialist
State of Florida
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

Dear Steven;

I would like to request that our \$700.00 penalty be waived and refer to statute # 607.1501, section 2F.

Since our only business location is in Ohio, all of our orders, including those taken by salespeople in Florida, are returned to our home office in Cincinnati for processing and approval.

As our company continues to grow we are eager to comply with all the necessary filing requirements in the State of Florida. Additionally, I would like to say that I greatly appreciate your assistance in this matter and hope to hear from you in the near future.

Sincerely,

Jenny Vonasek
Accountant
Medplus, Inc.

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DIVISION OF CORPORATIONS
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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. MEDPLUS, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. OHIO

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

3. DEC. 19, 1991

(Date of Incorporation)

4. PERPETUAL

(Duration)

5. 48-1094982

(Federal Employer Identification number, if applicable)

6. NOVEMBER, 1993

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8600 Governor's Hill Dr., Suite 112 Cincinnati, Ohio 45249
(Current mailing address)

8. Equipment sales to hospitals

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: RICHARD MAHONEY

Address: 8600 Governor's Hill Dr., Suite 112
Cincinnati, Ohio

Vice Chairman: PAUL STEIN

Address: 4041 Harding Drive
West Lake, Ohio 44145

Director: ROBERT KENNY

Address: 29100 Aurora Rd., Suite 320
Solon, Ohio 44139

Director: JAY HILNBRAND

Address: 1617 Sonora Court
Cincinnati, Ohio 45215

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DIVISION OF REVENUE
JAN 13 1992

9. Officers:

President: RICHARD MAHONEY
Address: 8600 Governor's Hill Dr. Suite 112
Cincinnati, Ohio 45249

Vice President: Andrew Mayo
Address: 8600 Governor's Hill Dr. Suite 112
Cincinnati, Ohio 45249

Secretary: ROBERT KENNY
Address: 29100 AURORA RD, SUITE 300
OLON, OH 44139

Asst.
Secretary

Treasurer: TOM BARTON
Address: 4311 BERRYHILL LANE
CINCINNATI, OHIO 45242

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C.T. CORPORATION SYSTEM
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324
Zip Code

11. 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:

G. L. Hatfield
(Officer)
G. L. Hatfield, Assistant Secretary
(Type Name and Title of Officer)

12. 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.

13. Thomas J. Barton
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Thomas J. Barton (Asst Secretary)
(Name and capacity of person signing application)

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show MEDPLUS, INC., an Ohio corporation, Charter No. 809070, having its principal location in Cincinnati, County of Hamilton, was incorporated on December 19, 1991 and is currently in GOOD STANDING upon the records of this office.

FILED
SECRETARY OF STATE
DIVISION OF RECORDS
95 JAN -9 PM 12:13



WITNESS my hand and official
seal at Columbus, Ohio this
22nd day of November , 1994

Bob Taft

Bob Taft
Secretary of State