



Prentice Hall Legal & Financial Services
 ATTENTION: (4) 207-715
 120 HAYS STREET, SUITE 105
 TALLAHASSEE, FL 32301

9500001060

CORPORATION(S) NAME

CHARTER NUMBER

<u>CCF Health Care Ventures</u>	

- | | | |
|--|---|-----------------------|
| <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger | 200001421032 |
| <input type="checkbox"/> Annual Report | <input type="checkbox"/> Name Reservation | -03/03/95--11065--003 |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Name Registration | *****20.00 *****20.00 |
| <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Non-Profit/Articles of Incorporation | |
| <input type="checkbox"/> Domestication | <input type="checkbox"/> Other | |
| <input type="checkbox"/> Fictitious Business Name | <input type="checkbox"/> Profit/Articles of Incorporation | |
| <input checked="" type="checkbox"/> Foreign - Profit | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Foreign - Non-Profit | <input type="checkbox"/> Resignation of R.A., Off/Dir | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Trademark | |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> UCC/Filing 1 | |
| <input type="checkbox"/> Mtr. Veh. | <input type="checkbox"/> UCC/Filing 3 | <u>W95-4791</u> |

- | | |
|--|---|
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS |
| <input checked="" type="checkbox"/> Photocopy | <input type="checkbox"/> Good Standing |
| <input type="checkbox"/> Corporate Print-Out | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search | |

(☒) Walk In () Call If Problem () Will Wait (☒) Pick up 3-3-2 DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Er BY: Bob P.
 BRANCH RECEIVING: FZ BY: Andrea
 REF/JOB # 128-95-02905
 CLIENT MATTER # _____
 SAME DAY ☒ 24 HR _____ ROUTINE _____
 VERBAL REQUESTED: YES OR ☒ NO
 DATE SENT: MAIL FAX **FED EXP**
 FILED:
 SENT TO: BRANCH _____ CLIENT ☒
 SPECIAL INSTRUCTIONS: _____

CHECK #	<u>725</u>
ST./CTY/ FEES	<u>20.00</u>
CORR. FEE/	<u> </u>
SPEC. HANDL.	<u> </u>
MESSENGER	<u> </u>
COPIES	<u> </u>
FAX FEE	<u> </u>
OTHER	<u> </u>
TOTAL	<u> </u>

2/27 s/w B.P. and GS + who signed
as R/A - David W. Rouman - R/A



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 3, 1995

PRENTICE HALL

TALLAHASSEE, FL

SUBJECT: CCF HEALTH CARE VENTURES, INC.
Ref. Number: W95000004791

*Corrections
made - Please
Refile date to
3-3-95
Thanks*

We have received your document for CCF HEALTH CARE VENTURES, INC. 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 registered agent designated must be an active Florida corporation or a foreign corporation authorized to transact business in Florida. Please correct the document.

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 (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 495A00009643

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. CCF Health Care Ventures, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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. 34-1666844

(FBI number, if applicable)

4. 1-18-91

(Date of incorporation)

5. Perpetual

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

6. February 1, 1995

(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 817.155, F.S.)

7. 9555 Rockside Road, Suite 300

Valley View, Ohio 44125

(Current mailing address)

8. The purpose of the corporation is to engage in any lawful act or activity for
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
which corporations may be formed under Ohio law.

9. Name and street address of Florida registered agent:

Name: Andrew Service Corporation of Florida

201 S. Biscayne Boulevard

Office Address: Suite 2900 Miami Center

Miami

, Florida, 33131

(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.

Andrews Service Corporation

By: David W. Rowan

(Registered agent's signature)

David W. Rowan, Registered Agent

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: John G. Hill

Address: 9555 Rockside Road, Suite 300
Valley View, Ohio 44125

Vice Chairman: N.A.

Address: _____

Director: David G. Hill

Address: 9555 Rockside Road, Suite 300
Valley View, Ohio 44125

Director: Samuel H. Miller

Address: 9555 Rockside Road, Suite 300
Valley View, Ohio 44125

B. OFFICERS

President: and CEO Carol L. Schaffer

Address: 9555 Rockside Road, Suite 300
Valley View, Ohio 44125

Vice President: Daniel J. Harrington

Address: 9500 Euclid Avenue
Cleveland, Ohio 44195-5108

Secretary: Carol L. Schaffer

Address: 9555 Rockside Road, Suite 300
Valley View, Ohio 44125

Treasurer: Kevin V. Roberts

Address: 9500 Euclid Avenue
Cleveland, Ohio 44195-5108

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

13. Carol L. Schaffer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Carol L. Schaffer
(Typed or printed name and capacity of person signing application)

CCF HEALTH CARE VENTURES, INC.

DIRECTORS

Daniel J. Harrington
David G. Hill
Samuel H. Miller
A. Malachi Mixon, III
Susan Rehm, M.D.
Kevin V. Roberts

Carol L. Schaffer
John Sherwin, Jr.
Ezra Steiger, M.D.
Ralph A. Straffon, M.D.
Thomas C. Sullivan

OFFICERS

John Sherwin, Jr.

Chairman of the Board
of Directors

Carol L. Schaffer

President and
Chief Executive Officer

Daniel J. Harrington

Vice President

Karen Henterly

Chief Financial Officer

Kevin V. Roberts

Treasurer

(Carol L. Schaffer)

Secretary

Clinitec, Inc. is the sole Shareholder.

Incorporated: 1/22/91
(f.k.a. Clinicare Health Resources, 1986)
(f.k.a. Cleveland Clinic Home Care Services, Inc., 1988)

Charter No.: 789139

Statutory Agent: Pamela Blodgett Griffith

Ohio for profit corporation

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 CCF HEALTH CARE VENTURES, INC., an Ohio Corporation, Charter No. 789139, having its principal location in Cleveland, County of Cuyahoga, was incorporated on January 22, 1991, is currently in GOOD STANDING upon the records of this office.

60:126 8-01103
ENGROSSED
FEB 27 1995



*WITNESS my hand and official
seal at Columbus, Ohio this
27th day of February, A.D. 1995*

Bob Taft

Bob Taft
Secretary of State