

CORPORATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904 222 9171  
904 222 0330 FAX

**CSC networks**

MAR 16  
P.O. BOX 5020  
TALLAHASSEE, FL 32311

ACCOUNT NO. : 072100000000  
REFERENCE : 561111 HQ 649A  
AUTHORIZATION : *Patricia Pizitz*  
COST LIMIT : \$ 122.50

ORDER DATE : March 16, 1995

ORDER TIME : 10:11 AM

ORDER NO. : 561391

CUSTOMER NO: 80349A

CUSTOMER: Ma. Jennifer Lukas  
Williams Parker Harrison  
1550 Ringling Boulevard

Sarasota, FL 34236

FOREIGN FILINGS

NAME: NATIONAL SOLUTIONS CORP.

XXXXXX PROFIT  
\_\_\_\_ NON-PROFIT

\_\_\_\_ CORPORATE  
\_\_\_\_ LIMITED PARTNERSHIP

XXXXXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED  
MAR 16 1995  
TALLAHASSEE, FL  
FBI

March 13, 1995

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

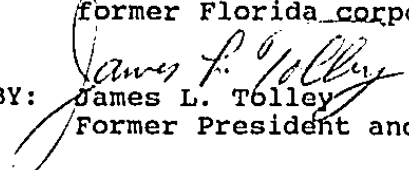
RE: National Solutions Corp., a Florida corporation

To Whom It May Concern:

On January 18, 1995, we voluntarily dissolved National Solutions Corp., a Florida corporation. We have no intentions of reinstating this corporation at any time in the future, and do not object in any way to a Pennsylvania corporation named National Solutions Corp. qualifying to do business in the state of Florida.

Thank you for your assistance in this matter.

Very truly yours,  
NATIONAL SOLUTIONS CORP., a  
former Florida corporation

BY:   
James L. Tolley  
Former President and CEO

jfl-84546

RECEIVED  
MAR 16 1995  
U.S. DEPT. OF STATE

**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. Nation 11 Solutions Corp.

(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. Pennsylvania

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

3. May 19, 1993

(Date of Incorporation)

#### 4. Perpetual

(Duration)

5.

232724943

(Federal Employer Identification number, if applicable)

6. \_\_\_\_\_ January 3, 1995

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

7. 602 Sarasota Quay

Sarasota, FL 34236-4867

(Current mailing address)

## 8. Healthcare Systems Management

(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: John A. Paolicelli

Address: 602 Sarasota Quay

Sarasota, FL 34236-4867

**Vice Chairman:**

**Address:**

Director: James L. Tolley

Address: 602 Sarasota Quay

Sarasota, FL 34236-4867

Director: John D. Looney

Address: 6753 Ridgewood Dr.

Fort Worth, TX 76180

**B. Officers:**

President & CEO: James L. Tolley  
Address: 602 Sarasota Quay  
Sarasota, FL 34236-4867

Vice President of Operations: John D. Looney  
Address: 6753 Ridgewood Drive  
Fort Worth, TX 76180

Executive Vice President of Business Development and Planning & Secretary: John A. Paolicelli  
Address: 602 Sarasota Quay  
Sarasota, FL 34236-4867

Treasurer: John D. Looney  
Address: Same as above

(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: William G. Lambrecht, Esq.  
Office Address: 1550 Ringling Blvd.  
Sarasota, Florida 34236  
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: William G. Lambrecht  
William G. Lambrecht

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. James L. Tolley, President and CEO  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. President & CEO James L. Tolley  
(Name and capacity of person signing application)

COMMONWEALTH OF PENNSYLVANIA



Department of State

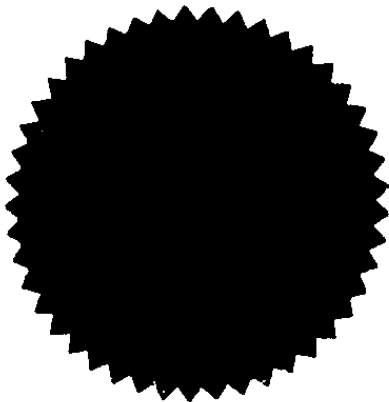
01/24/1995

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING.

I DO HEREBY CERTIFY THAT,

NATIONAL SOLUTIONS CORP.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

A handwritten signature in cursive script, likely belonging to the Acting Secretary of the Commonwealth.

ACTING Secretary of the Commonwealth

CKE I

RECEIVED  
DEPT. OF STATE  
JAN 24 1995



THE UNITED STATES  
CORPORATION  
COMPANY

F 95000001260

ACCOUNT NO. : 072100000032

REFERENCE : 238696 4352702

AUTHORIZATION :

Patricia Pzynt

COST LIMIT : \$ 87.50

ORDER DATE : January 28, 1997

ORDER TIME : 10:22 AM

ORDER NO. : 238696-005

CUSTOMER NO: 4352702

500002071895--9

CUSTOMER: Ms. Jennifer Lukas  
Williams Parker Harrison Dietz  
200 South Orange Avenue

Sarasota, FL 34230-3258

RESIGNATION OF AGENT

NAME: NATIONAL SOLUTIONS  
CORPORATION, A PENNSYLVANIA  
CORPORATION

FILED  
97 JAN 28 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Victoria L. Perez

RECEIVED  
56 JAN 28 PM 12:12  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FLORIDA

RA  
Resignation  
01-31-97  
De



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 28, 1997

CSC - VICTORIA PEREZ

TALLAHASSEE, FL

SUBJECT: NATIONAL SOLUTIONS CORP.  
Ref. Number: F95000001260

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for NATIONAL SOLUTIONS CORP. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6906.

Darlene Connell  
Corporate Specialist

Letter Number: 397A00004383

RECEIVED  
JAN 30 PM 1:47  
02-000000

STATEMENT OF RESIGNATION

January 23, 1997

FILED  
97 JAN 28 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TO: Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: National Solutions Corp. a Pennsylvania corporation

I resign as Registered Agent of National Solutions Corp, a Pennsylvania corporation, effective on the 31st day after the date on which this statement is filed with the Secretary of State of the State of Florida. This termination also acts as a termination of the registered office.

This statement of resignation is delivered to the Department of State for filing as provided in Section 607.0502(2), Florida Statutes.

Copies of this statement have been mailed to National Solutions Corporation at 602 Sarasota Quay, Sarasota, Florida 34236-4867, and at 2575 Ulmerton Road, #300 Clearwater, FL 34622.

William G. Lambrecht  
William G. Lambrecht