

F95000001786

TRANSMITTAL LETTER

~~CONFIDENTIAL~~

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

400001447684
-04/05/95--01024--001
*****78.75 *****78.75

SUBJECT: Straughan Abrams Management Services Florida Division, Inc.
(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", 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:

Virginia Straughan
(Name of Person)

Straughan Abrams Management Services, Inc.
(Firm/Company)

4212 Medical Parkway, Suite 202
(Address)

Austin, TX 78756
(City, State and Zip Code)

~~WES-73410~~

Should you need to call someone concerning this matter, please call:

Virginia Straughan at (512) 302 - 3204
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
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DIVISION OF CORPORATIONS
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54/12



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 5, 1995

STRAUGHAN ABRAMS MANAGEMENT SERVICES, INC.
% VIRGINIA STRAUGHAN
4212 MEDICAL PKY., SUITE 202
AUSTIN, TX 78756

SUBJECT: STRAUGHAN ABRAMS MANAGEMENT SERVICES FLORIDA
DIVISION, INC.
Ref. Number: W95000007346

We have received your document for STRAUGHAN ABRAMS MANAGEMENT SERVICES FLORIDA DIVISION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

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: 395A00015464

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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. STRAUGHAN ABRAMS MANAGEMENT SERVICES FLORIDA DIVISION, 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. TEXAS, USA 3. 74-2736081
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1995 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 4212 MEDICAL PARKWAY, SUITE 201
AUSTIN, TEXAS 78756
(Current mailing address)

To provide management support services for physicians engaged in the
8. business of providing impairment rating reports.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

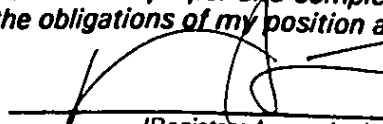
Name: VIRGINIA STRAUGHAN

Office Address: 2400 MAITLAND CENTER PARKWAY
SUITE 120
Maitland, Florida, 32751
to per Virginia (Zip Code)

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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)

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: _____

Address: _____

DIRECTOR

~~XXXXXXXXXX~~ DONALD ABRAMS

Address: 4212 MEDICAL PARKWAY, SUITE 202

AUSTIN, TEXAS 78756

Director: VIRGINIA STRAUGHAN

Address: 4212 MEDICAL PARKWAY, SUITE 201

AUSTIN, TEXAS 78756

Director: MONROE BETHKE

Address: 4212 MEDICAL PARKWAY, SUITE 203

AUSTIN, TEXAS 78756

B. OFFICERS

President: VIRGINIA STRAUGHAN

Address: 4212 MEDICAL PARKWAY, SUITE 201

AUSTIN, TEXAS 78756

Vice President: _____

Address: _____

Secretary: DONALD ABRAMS

Address: 4212 MEDICAL PARKWAY, SUITE 202

AUSTIN, TEXAS 78756

Treasurer: MONROE BETHKE

Address: 4212 MEDICAL PARKWAY, SUITE 203

AUSTIN, TEXAS 78756

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

13.

 PRESIDENT
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

VIRGINIA STRAUGHAN PRESIDENT

(Typed or printed name and capacity of person signing application)

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The State of Texas

SECRETARY OF STATE

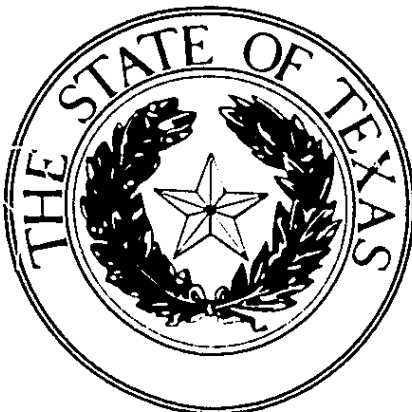
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

STRAUGHAN ABRAMS MANAGEMENT SERVICES FLORIDA DIVISION, INC.

were filed in this office and a certificate of incorporation was issued on
FEBRUARY 9, 1995;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on March 31, 1995.*

1077.

Antonio O. Garza, Jr.
Secretary of State

DEM