

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0391

800-342-8086

F95000001999



ACCOUNT NO. : 072100000032

REFERENCE : 574790 64708A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 78.75

W95-4900

ORDER DATE : April 10, 1995

ORDER TIME : 10:11 AM

800001455548

ORDER NO. : 574790

CUSTOMER NO: 64708A

NEED TODAY

CUSTOMER: Ms. Dianna L. Pereira
Healthcare Automation, Inc.
Suite 3a
167 Point Street
Providence, RI 02903

FOREIGN FILINGS

NAME: HEALTHCARE AUTOMATION, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
X CERTIFICATE OF GOOD STANDING

4/25

CONTACT PERSON: Lori R. Dunlap

RECEIVED
95 APR 13 AM 10:45
DIVISION OF CORPORATIONS
FILED
SECRETARY OF STATE
95 APR 13 PM 12:02

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 072100000032

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AUTHORIZATION :

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COST LIMIT : \$ 708.75

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CONTACT PERSON: Lori R. Dunlap



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 8, 1995

CERTIFIED MAIL #P 348 067 210

Kenneth Pereira
Healthcare Automation, Inc.
11 Village Ct.
Cranston, RI 02920

RE: Healthcare Automation, Inc., a Delaware corporation.
#W95000004900

Dear Mr. Pereira:

It has been brought to my attention that the above mentioned entity may be transacting business in the State of Florida. I have searched the records of this office and have found no record of any filing for Healthcare Automation, Inc., a corporation organized under the laws of Delaware.

Section 607.1501, Florida Statutes (copy enclosed), states that a foreign corporation may not transact business in this State without obtaining a certificate of authority from the Florida Department of State. Further, s. 607.1502(4), F.S., authorizes the Division of Corporations to collect all fees and taxes, and a penalty between \$500.00 and \$1000.00 for each year and any part thereof that a foreign corporation has transacted business in Florida without proper authority.

THE DIVISION OF CORPORATIONS RECOMMENDS THAT CORPORATE DOCUMENTS BE REVIEWED BY YOUR LEGAL COUNSEL. THE DIVISION IS A FILING AGENCY AND AS SUCH DOES NOT RENDER ANY LEGAL, ACCOUNTING, OR TAX ADVICE. THE PROFESSIONAL ADVICE OF YOUR LEGAL COUNSEL TO ASCERTAIN EXACT COMPLIANCE WITH ALL STATUTORY REQUIREMENTS IS STRONGLY RECOMMENDED.

Please review s. 607.1501(2), F.S., to determine whether Healthcare Automation's activities in Florida constitute the transaction of business. If Healthcare Automation, Inc. requires a certificate of authority, submit the enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida". If after reviewing s. 607.1501(2), F.S., it is determined that said corporation does not need to obtain authority, please provide a written response to that effect within thirty (30) days to avoid the necessity of further action.

March 8, 1995
Healthcare Automation, Inc.
Page two

If you have any questions regarding this matter, please call (904) 487-6091, or write the Foreign Qualification Section, P.O. Box 6327, Tallahassee, Florida 32314.

Sincerely,



Hart Collins, Senior Corporate Administrator

HC/hc

Enclosures: Sections 607.1501 through 607.1532, Florida Statutes
"Application by Foreign Corporation for Authorization to Transact
Business in Florida"

cc: Stephen F. Ricci

BINGHAM, DANA & GOULD**150 FEDERAL STREET
BOSTON, MASSACHUSETTS 02110-1726****TEL: 617.951.8000
FAX: 617.951.8756****Direct Dial
(617) 951-8752****April 6, 1995****VIA TELECOPIER****Mr. Hart Collins
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32414****Re: Healthcare Automation, Inc.****Dear Mr. Collins:**

I am an attorney for Healthcare Automation, Inc., a Delaware corporation, and I am writing in response to your letter of March 8, 1995 to my client.

I have discussed with my client the nature of their activities in Florida, and have reviewed the Florida statute, as well as annotations of Florida case law relating to the subject. My client and I believe that their activities in Florida to date fall within the exception set forth in Section 6.07.1501(2)(f) of the Florida Statutes. However, we understand that it is difficult to apply such statutes with absolute certainty to various factual situations. Therefore, although the company believes that it has remained in compliance at all times with Florida law, it also wants there to be no doubt or disagreement as to this matter, and it has therefore decided to submit an Application by Foreign Corporation for Authorization to Transact Business in Florida.

I understand that the company has sent an application to its service agent and that you should be receiving the necessary documentation

APR 06 '95 15:51

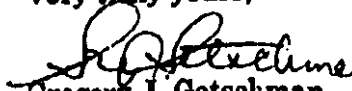
P.3

BINGHAM, DANA & GOULD

April 6, 1995
Page 2

within a couple of days. If you have any questions about this, please feel free to call me at the direct dial number listed above.

Very truly yours,



Gregory J. Getschman

cc: Ms. Dianna Pereira
Healthcare Automatin, Inc.



RECEIVED
95 APR 25 11:38

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 13, 1995

File Date needed

CSC NETWORKS

SUBJECT: HEALTHCARE AUTOMATION, INC.
Ref. Number: W95000004900

We have received your document(s) in this office, however, the document is being returned for the following:

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.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 895A00016986

Re Subm. + : 4/25/95

**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. Healthcare Automation 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. Delaware
(State or country under the law of which it is incorporated)
3. 05-0466247
(FEI number, if applicable)
4. 6-24-92
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 7-25-94
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 167 Point Street, Suite 3A
Providence, RI 02903
(Current mailing address)
8. Sales office
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
95 APR 13 PM 12:02

9. Name and street address of Florida registered agent:

Name: Corporation Information Services, Inc.

Office Address: 1201 Hays Street

Tallahassee

, Florida , 32301

(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.

Laura R. Dunlap as agent for Corporation
(Registered agent's signature) Information Services, Inc.
Its agent, Laura R. Dunlap

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: Kenneth J. Pereira
Address: 21 Mollie Drive
Cranston, RI 02921
Vice Chairman: Dianna L. Pereira
Address: 21 Mollie Drive
Cranston, RI 02921
Director: _____
Address: _____
Director: _____
Address: _____

B. OFFICERS

President: Kenneth J. Pereira
Address: 21 Mollie Drive
Cranston, RI 02921
Vice President: Dianna L. Pereira
Address: 21 Mollie Drive
Cranston, RI 02921
Secretary: _____
Address: _____
Treasurer: _____
Address: _____

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

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

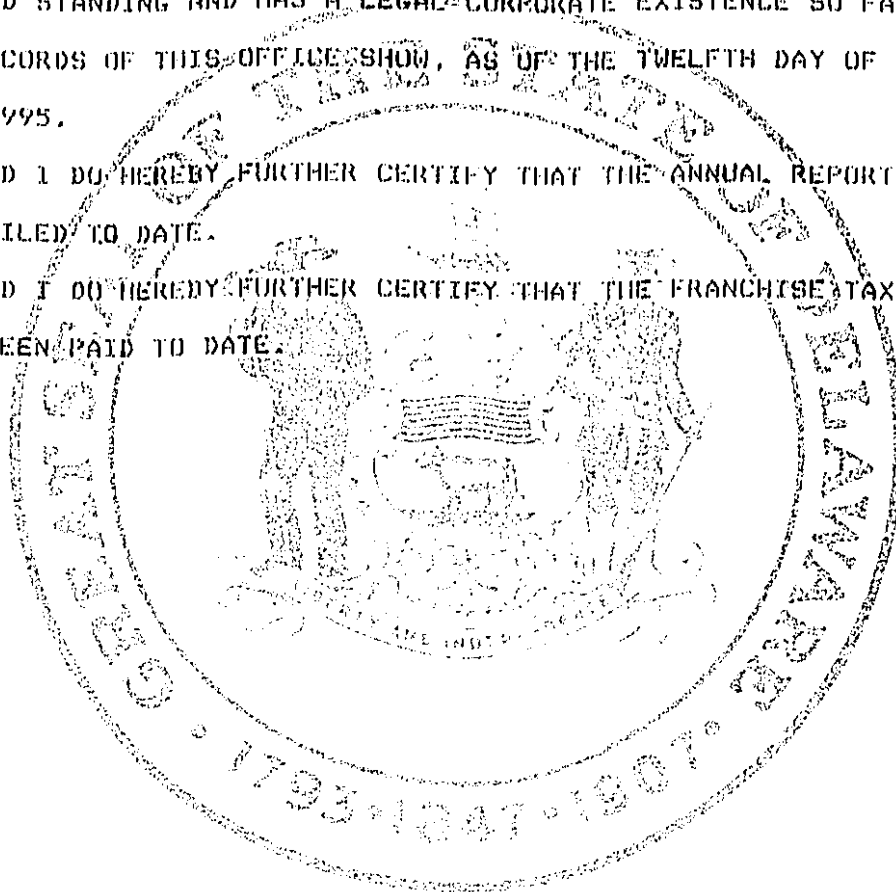
14. Dianna L. Pereira
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHCARE AUTOMATION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF APRIL, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 APR 13 PM 12:02



Edward J. Freel

Edward J. Freel, Secretary of State

2301879 8300

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7470046

AUTHENTICATION:

DATE: 04-12-95