

Document Number Only

F95000002455

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

700001494647

-05/19/95--01059--014

*****70.00 *****70.00

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MBC of America, Inc.

S5/4

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

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☐ Mail Out

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☐ Will Wait

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CR2E031 (1-89)

**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. MBC of America, Inc.
(Name of corporation: must include 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. Delaware
(State or country under the law of which it is incorporated)

3. August 3, 1994
(Date of Incorporation)

4. Perpetual
(Duration)

5. 22-3329004
(Federal Employer Identification number, if applicable)

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

7. 400 Oyster Point Blvd., Suite 306, South San Francisco, California 94080
(Current mailing address)

8. Provide managed mental health and substance abuse administrative services.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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9. Officers:

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(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: _____

C T Corporation System

Connie Bryan
CONNIE BRYAN (Officer)

SPECIAL ASSISTANT SECRETARY

(Typed Name and Title of Officer)

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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. Andrew M. Cummings
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Andrew M. Cummings, Vice President

(Name and capacity of person signing application)

MBC OF AMERICA, INC.

Directors

Albert S. Waxman
59 Wooster Street-Sixth floor
New York, New York 10012

Shannon R. Kennedy
104 Stonehedge Drive North
North Greenwich, CN 06831

Arthur H. Halper
104 Bunning Drive
Voorhees, NJ 08043

Ronald Geraty
295 Ocean Avenue
Marblehead, MA 10945

Michael G. Lenahan
15 Fawn Hill Court
Ramsey, NJ 07446

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MBC OF AMERICA, INC.

Officers

Albert S. Waxman, Chairman
59 Wooster Street-Sixth floor
New York, New York 10012

Shannon R. Kennedy, Chief Operating Officer and President
104 Stonehedge Lane North
North Greenwich, CT 06831

Arthur H. Halper, Chief Financial Officer and Executive Vice President, Finance, Treasurer
104 Bunning Drive
Voorhees, NJ 08043

Ronald Geraty, Executive Vice President
295 Ocean Avenue
Marblehead, MA 01945

Michael G. Lenahan, Executive Vice President, General Counsel and Secretary
15 Fawn Hill Court
Ramsey, NJ 07446

Eric Anderson, Executive Vice President
30491 Via Lindosa
Laguna Niguel, CA 92677

Paul D. Barnes, Vice President, Western Region
1332 North Nevada
Colorado Springs, CO 80903

Michael E. Casey, Vice President
6315 Tholozan Avenue
St. Louis, MO 63109

Frank J. Failla, Jr., Vice President
4 Manette Road
Morristown, NJ 07960

Dennis J. Lazaroff, Vice President
1428 Woodland Drive
St. Louis, MO 63117

Andrew M. Cummings, Senior Vice President Legal Affairs and Assistant Secretary
91 Montebello Avenue
Daly City, CA 94015

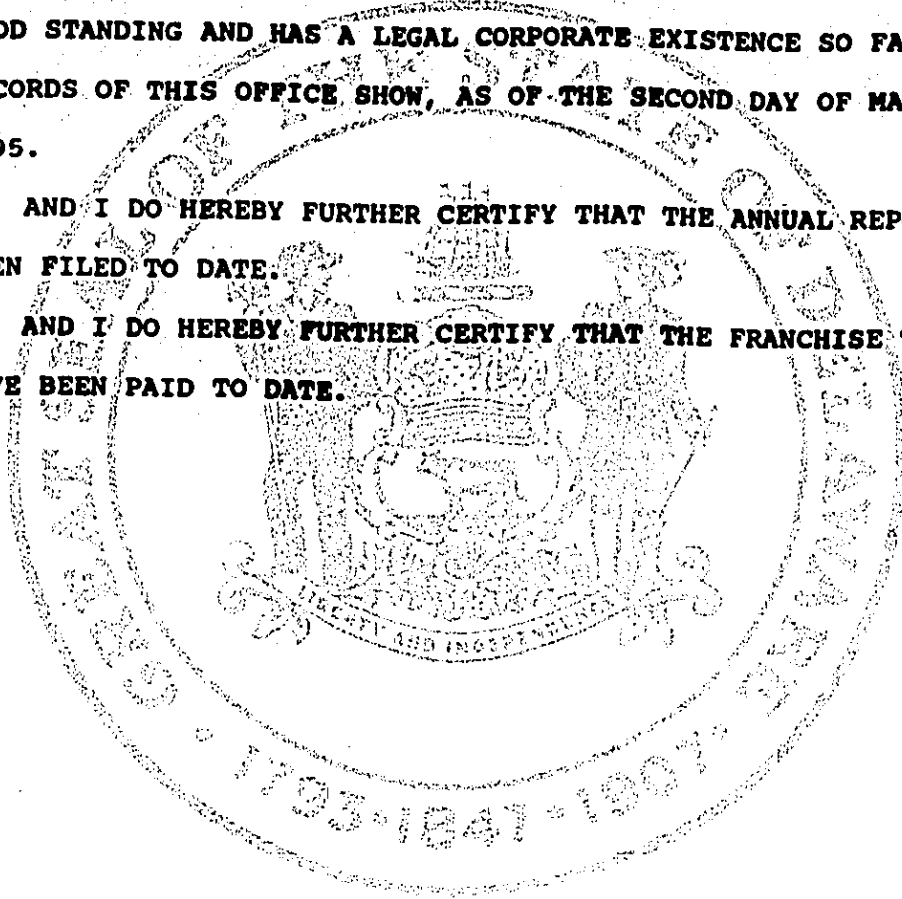
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MBC OF AMERICA, 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 SECOND DAY OF MAY, 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.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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