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TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS**

SUBJECT: Ventech Systems, 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:

Carroll A. Dunavent
(Name of Person)
Vencor, Inc.
(Firm/Company)
3300 Providian Center
400 West Market Street
(Address)
Louisville, KY 40202
(City, State and Zip Code)

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

Carroll A. Dunavent at (502) 569 - 1170
(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
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACTION 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. Ventech Systems, 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. 61-1239343
(FEI number, if applicable)
4. March 13, 1993
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.1506 F.S.))
7. 3300 Providian Center, 400 West Market Street
Louisville, KY 40202
(Current mailing address)
8. Sales and support of comprehensive electronic clinical information systems for healthcare providers.
(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

Gary L. Hatfield
(Registered agent's signature) (Officer)

G.L. Hatfield, Asst. Secy.
(Type Name and Title of Officer)

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: See attached list

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See attached list

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. *[Signature]*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jill L. Force, Secretary
(Typed or printed name and capacity of person signing application)

VENTECH SYSTEMS, INC.

Board of Directors

W. Bruce Lunsford
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

Michael R. Barr
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

W. Earl Reed, III
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

Peter L. Walton
2000 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202

Officers

W. Bruce Lunsford
Chairman
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

Peter L. Walton
President
2000 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202

Jill L. Force
Secretary
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

W. Earl Reed, III
Chief Executive Officer
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

Jeffrey G. Tafel
Vice President of Finance
2000 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202

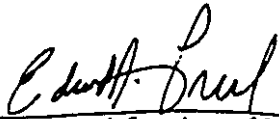
June N. King
Assistant Secretary
3300 Providian Center
400 West Market Street
Louisville, Kentucky 40202

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENTECH SYSTEMS, 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 THIRD DAY OF MAY, A.D. 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -2 AM 10:53




Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7493229

05-03-95

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