

F96000002704

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

300001822639
-05/15/96--01088--009
*****70.00 *****70.00

W96-11355

SUBJECT: HYPERBARIC MANAGEMENT SERVICES CORPORATION
(Name of corporation - must include suffix)

300001851649
-06/05/96--01035--023
***1200.00 ***1200.00

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:

Michelle L. Raab, CIA, Legal Assistant
(Name of Person)

Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
(Firm/Company)

P.O. Box 14636
(Address)

Ft. Lauderdale, FL 33302
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 30 PM 12:22

mtm

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

Michelle L. Raab at (305) 468 - 1355
(Name of Person) Area Code & Daytime Telephone Number

(P.S.) ALSO ATTACHED IS A LETTER FROM NATIONAL FINANCIAL CORPORATION ASSIGNING TO
HYPERBARIC MANAGEMENT SERVICES CORPORATION ALL OF ITS RIGHT, TITLE AND INTEREST
IN THE NAME HYPERBARIC MANAGEMENT SERVICES, INC.

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 15, 1996

MICHELLE L. RAAB
% GUNSTER, YOKLEY, VALDES-FAULI & STEWA
P.O. BOX 14636
FT LAUDERDALE, FL 33302

SUBJECT: HYPERBARIC MANAGEMENT SERVICES CORPORATION
Ref. Number: W96000010355

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We have received your document for HYPERBARIC MANAGEMENT SERVICES CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 596A00024107

National Financial Corporation

April 3, 1996

Department of State
P.O. Box 6327
Tallahassee, FL 32314

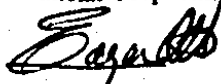
RE: Hyperbaric Management Services, Inc.

To whom it may concern:

Please be advised that National Financial Corporation does hereby assign to Hyperbaric Management Services Corporation, a Delaware corporation, all of its right, title and interest in and to the name Hyperbaric Management Services, Inc. Please accept this letter as our full release in and to said name to Hyperbaric Management Services Corporation, a Delaware corporation.

National Financial Corporation

By:



Name: Edgar A. Otto

Title: Director

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DIVISION OF CORPORATIONS
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407.994-1174

**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. HYPERBARIC MANAGEMENT SERVICES CORPORATION
(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 3. 65-0563097
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 12, 1993 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December, 1994
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 7555 Garden Road, Suite B
Riviera Beach, Florida 33404
(Current mailing address)

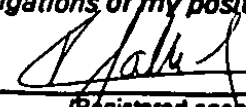
8. Operate hyperbaric oxygen treatment centers.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Viviane Matthey
Office Address: 7555 Garden Road, Suite B
Riviera Beach, Florida, 33404
(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.


(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Korrigan Turner

Address: 7555 Garden Road, Riviera Beach, Fl. 33404

Vice Chairman: _____

Address: _____

Director: Adam Turner

Address: 7555 Garden Road, Riviera Beach, Fl. 33404

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Viviane Matthey

Address: 7555 Garden Road, Riviera Beach, Fl. 33404

Chairman
Vice President/ CEO W. Robert Bryant

Address: 7555 Garden Road, Riviera Beach, Fl. 33404

Secretary: Viviane Matthey

Address: 7555 Garden Road, Riviera Beach, Fl. 33404

Treasurer: Viviane Matthey

Address: 7555 Garden Road, Riviera Beach, Fl. 33404

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

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

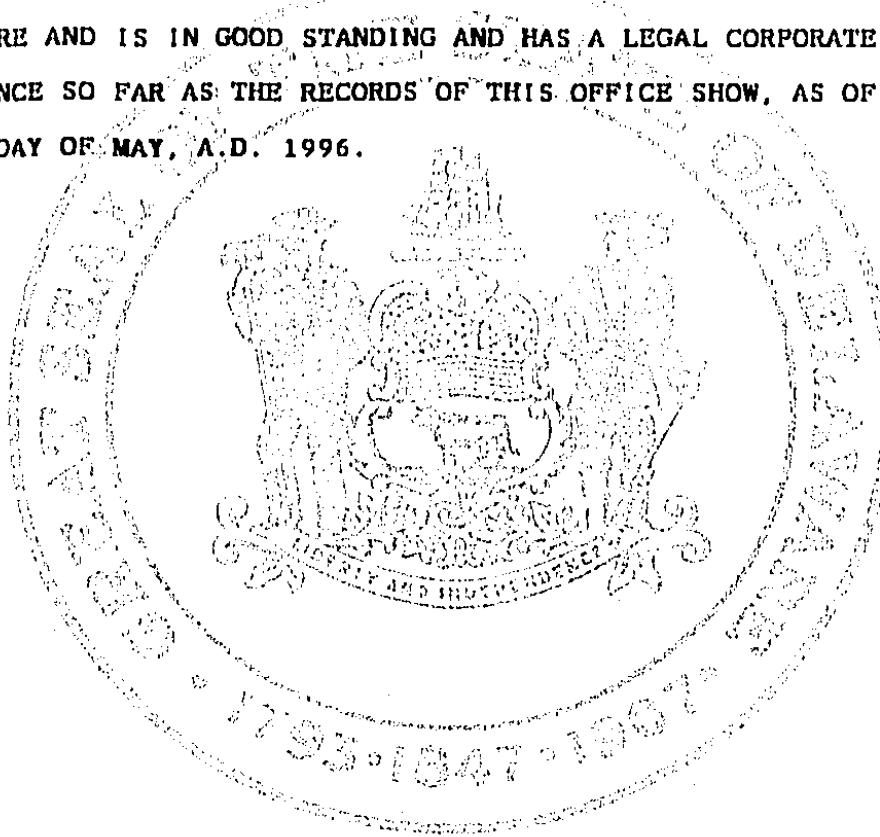
14. Viviane Matthey President
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HYPERBARIC MANAGEMENT SERVICES CORPORATION" 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 TENTH DAY OF MAY, A.D. 1996.



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Edward J. Freel
Edward J. Freel, Secretary of State

2354694 8300

960129218

AUTHENTICATION: 7941641

DATE: 05-10-96