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ACCOUNT NO. : 072100000032

REFERENCE : 989369 58428B

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pyatt

ORDER DATE : June 17, 1996

ORDER TIME : 9:38 AM

ORDER NO. : 989369

CUSTOMER NO: 58428B

CUSTOMER: Bob Lewis, Esq
Eckerd Corporation
8333 Bryan Dairy Road

700001871137

Largo, FL 34647

FOREIGN FILINGS

NAME: MEDVENTURE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

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DIVISION OF CORPORATION

2292

**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. ModVenturo, 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. California
(State or country under the law of which it is incorporated)
3. 33-0701957
(FBI number, if applicable)
4. 3/8/95
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. June 1, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 10660 Scripps Ranch Boulevard; Suite 100
San Diego, CA 92131
(Current mailing address)
8. Any lawful business
(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:** (P.O. Box or Mail Drop Box acceptable)

Name: Robert E. Lewis

Office Address: Eckerd Corporation
8333 Bryan Dairy Road
Largo, Florida, 34647
(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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DIVISION OF CORPORATIONS
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NOT

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: Frederick Howe

Address: 10660 Scripps Ranch Boulevard, Suite 100
San Diego, CA 92131

Vice Chairman: _____

Address: _____

Director: Linda L. Wells

Address: 10660 Scripps Ranch Boulevard, Suite 100
San Diego, CA 92131

Director: _____

Address: _____

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

President: Linda L. Wells

Address: 10660 Scripps Ranch Boulevard, Suite 100
San Diego, CA 92131

Vice President, Secretary, Treasurer: Frederick Howe

Address: 10660 Scripps Ranch Blvd.; Ste. 100
San Diego, CA 92131

Secretary: _____

Address: _____

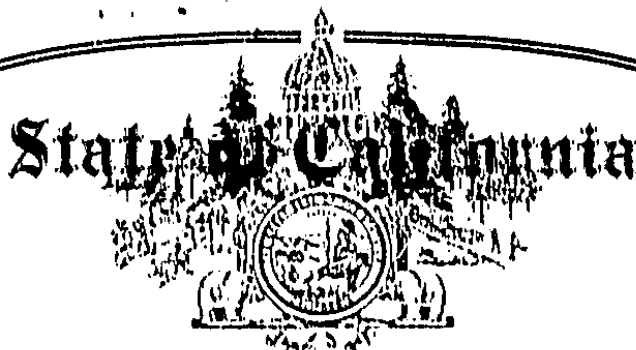
Treasurer: _____

Address: _____

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

13. *Linda L. Wells*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Linda L. Wells, President
(Typed or printed name and capacity of person signing application)



SECRETARY OF STATE

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

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DIVISION OF CORPORATIONS
95 JUN 21 AM 10:51

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 7th day of March, 19 95,

MEDVENTURE, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

June 17, 1996



Bill Jones

Secretary of State