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LIFENET U.S.A., INC.
 POST OFFICE BOX 3253 246 POPLAR STREET
 WEST SOMERSET, KY 42564 SOMERSET, KY 42501

OFFICE USE ONLY

W96-10726

8635

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 22, 1996

LIFENET, USA
2665 CLEVELAND AVE
FT MYERS, FL 33901

SUBJECT: LIFENET USA, INC.
Ref. Number: W96000010926

We have received your document for LIFENET USA, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

Please be advised that a PO Box is not an acceptable address for a director or officer.

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 196A00025522

691010

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. LifeNet, U.S.A., 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. Kentucky 3. 61-1287461
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1-1-96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. LifeNet, U.S.A.
P.O. Box 3253 West Somerset, Ky. 42564
(Current mailing address)

8. Medical Supplies, DME, Oxygen
(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: Richard Hill

Office Address: 2665 Cleveland Ave.

Ft. Myers, Fl., Florida, 33901
(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.

Richard Hill
(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:

A. DIRECTORS

Chairman: Rebecca Girdler

Address: 3352 E HWY 452
Eubank, Ky. 42567

Vice Chairman: James T. Wilson

Address: 530 HWY 790
Bronston, Ky. 42518

Director: Steve Snowden

Address: P.O. Box 938 600 Clifty St.
Somerset, Ky. 42501

Director: _____

Address: _____

B. OFFICERS

President: Rebecca Girdler

Address: 3350 E HWY 452
Eubank, Ky. 42567

Vice President: James T. Wilson

Address: 530 HWY 790
Bronston, Ky. 42518

Secretary: Steve Snowden

Address: P.O. Box 938 600 Clifty St.
Somerset, Ky. 42501

Treasurer: _____

Address: _____

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

13. Rebecca Girdler
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rebecca Girdler, President
(Typed or printed name and capacity of person signing application)

IN THE NAME AND BY THE AUTHORITY OF THE



OFFICE OF THE SECRETARY OF STATE

DOMESTIC CORPORATION
CERTIFICATE OF EXISTENCE

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I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

LIFENET USA, INC.

is a corporation duly organized and existing under the laws of the Commonwealth of Kentucky,

whose date of incorporation is JUNE 2, 1995;

and whose period of duration is PERPETUAL.

I further certify that all fees and penalties owed to the Secretary of State have been paid to date; that Articles of Dissolution have not been filed; and that the most recent annual report required by KRS Chapter 271B.16-220 or 273.3671 has been delivered to the Secretary of State on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, at Frankfort, Kentucky, this 2ND day of FEBRUARY, 19 96.

JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky

LVB