

# F960000003716

TO: Qualification/Tax Lien Section  
Division of Corporations

800001501728  
-07/23/96--01072--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Background America, 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:

Stacey A. Garrett  
1900 Church Street, Suite 400  
Nashville, Tennessee 37203

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

Stacey A. Garrett at (615) 320-9800, x-216 .

**COURIER ADDRESS:**

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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96 JUL 22 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

gf 7/23

**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. Background American, 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. Tennessee 3. 62-1614830  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 8, 1995 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 1, 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155))

7. 1900 Church Street, Suite 400  
Nashville, TN 37203  
(Current mailing address)

8. Background screening services and any legitimate business purpose  
(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 NOT acceptable)

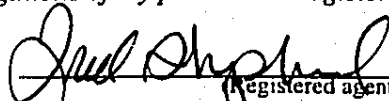
Name: Fred Shepherd

Office Address: 3834 Coopers Lake Road

Jacksonville, Florida, 32224  
(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.

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: Michael D. Shmerling

Address: 1900 Church Street, Suite 400

Nashville, TN 37203

Vice Chairman: Jacob May

Address: 1900 Church Street, Suite 400

Nashville, TN 37203

Director: See Attachment

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Michael D. Shmerling

Address: 1900 Church Street, Suite 400

Nashville, TN 37203

Vice President: Alan L. Wernick

Address: 1900 Church Street, Suite 400

Nashville, TN 37203

Secretary: Stacey A. Garrett

Address: 1900 Church Street, Suite 400


Nashville, TN 37203

Treasurer: Alan L. Wernick

Address: 1900 Church Street, Suite 400

Nashville, TN 37203

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

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

14. Michael D. Shmerling, Chairman  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

FILED

## ATTACHMENT

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)**

Director: Alan L. Wernick  
Address: 1900 Church Street, Suite 400  
Nashville, TN 37203

Director: Stacey A. Garrett  
Address: 1900 Church Street, Suite 400  
Nashville, TN 37203

Director: A. Michael Rosen  
Address: 1900 Church Street, Suite 400  
Nashville, TN 37203

Director: Tom Martin  
Address: Great Plains Correctional Facility  
Highway 281 South, P.O. Box 1018  
Hinton, OK 73047

Director: William Denny  
Address: 665 Mainstream Drive  
Nashville, TN 37228

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TALLAHASSEE, FLORIDA

Secretary of State  
Corporations Section  
James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306

ISSUANCE DATE: 07/03/1996  
REQUEST NUMBER: 96185002  
TELEPHONE CONTACT: (615) 741-6488  
CHARTER/QUALIFICATION DATE: 09/08/1995  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0300034  
JURISDICTION: TENNESSEE

TO:  
BACKGROUND AMERICA, INC.  
1900 CHURCH STREET  
SUITE 400  
NASHVILLE, TN 37203

REQUESTED BY:  
BACKGROUND AMERICA, INC.  
1900 CHURCH STREET  
SUITE 400  
NASHVILLE, TN 37203

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
-----  
"BACKGROUND AMERICA, INC."

-----  
IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
INCORPORATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED, AND  
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED  
96 JUL 22 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FOR: REQUEST FOR CERTIFICATE

ON DATE: 07/03/96

FROM:  
BACKGROUND AMERICA INC  
1900 CHURCH ST  
STE 400  
NASHVILLE, TN 37203-0000

RECEIVED:	FEES \$30.00	\$30.00
TOTAL PAYMENT RECEIVED:		\$60.00
RECEIPT NUMBER: 00001981968		
ACCOUNT NUMBER: 00229522		



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE