

Document Number Only

F96000004003

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

RECEIVED  
JUL 11 1996  
TALLAHASSEE, FLORIDA

9/8/96  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Prism Health Group, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name  
Availability

Document  
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)  
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8/6/96

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. Prism Health Group, 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. Massachusetts  
(State or country under the law of which it is incorporated)
3. 04-3165074  
(FEI number, if applicable)
4. August 6, 1992  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 695 Atlantic Avenue, 11th Floor, Boston, Massachusetts 02111  
(Current mailing address)
8. To operate a health care facility and to engage in any other lawful business permitted\*  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) \* to a foreign corporation qualified to do business 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 obligation of my position as registered agent.

C T Corporation System

Patricia A. Ornatko

(Registered agent's signature)

PATRICIA A. ORNATKO  
SPECIAL ASSISTANT SECRETARY

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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:

A. DIRECTORS

Chairman: See attached list of directors.

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

B. OFFICERS

President: See attached list of officers

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

Vice President: \_\_\_\_\_

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

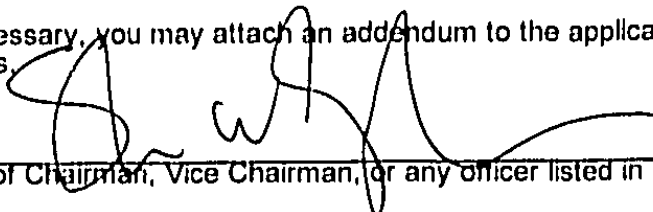
Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

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

14. Steven W. Garfinkle, President \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
Prism Health Group, Inc.**

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1. Steven W. Garfinkle, President and Treasurer  
695 Atlantic Avenue, 11th Floor  
Boston, Massachusetts 02111
2. Richard S. Freedman, Executive Vice President and Clerk  
695 Atlantic Avenue, 11th Floor  
Boston, Massachusetts 02111
3. Russell J. Fichera, Chief Financial Officer  
12 Riverside Terrace  
North Easton, Massachusetts 02356
4. Donald H. Siegel, Assistant Clerk  
100 Charles River Plaza  
Boston, Massachusetts 02114
5. Thomas P. Dixon, Chief Operating Officer  
16 Village Hill Road  
Dover, Massachusetts 02030

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DIRECTORS OF PRISM HEALTH GROUP, INC.

<u>NAME</u>	<u>ADDRESS</u>
Steven W. Garfinkle	40 Warren St., Newton, MA 02159
Thomas P. Dixon	16 Village Hill Rd., Dover, MA 02030
Michael J. Foster	7 Daniel Crt., Westport, CT 06880
Stephen P. Monroe	436 Weed St., New Canaan, CT 06840

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DIVISION OF CORPORATIONS  
96 AUG -6 PM 12:50



William Francis Galvin  
Secretary of the  
Commonwealth

# *The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02133*

August 5, 1996

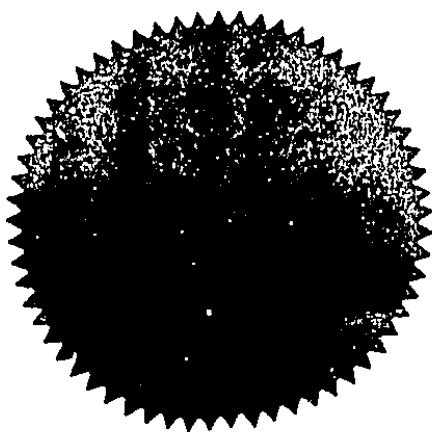
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

**Prism Health Group, Inc.**

is a domestic corporation organized on **August 6, 1992**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolutions; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,  
I have hereunto affixed the  
**Great Seal of the Commonwealth**  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

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\* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

\*\* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.