# F960000004998

CAPITOL SERVICES d/b/a PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
1406 Hays Street, Suite 2
(Address)

Tullahassec, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

700001559707 -09/90/96--01090--006 \*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

(Corporation Name)  (Corporation Name)  (Corporation Name)  (Corporation Name)  Walk in Pick up time 2/3/5/  Mail out Will wait Photocopy  NEW FILINGS  Profit Amendment  NonProfit Resignation of R.A., Officer/I  Limited Liability Change of Registered Agent  Dissolution/Withdrawal	(Dooument #)  (Dooument #)  (Dooument #)  (Certified Copy  Certificate of Status
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#### APPLICATION BY FOREIGN COMPONATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN 14 ORIGINAL

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUB-MITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Racking:  N: Thomas-A. Laurita	tie of incorporation)  (Federal Employer Identification number, Napplicable)  In qualification at transacted business in Florida. See sections 607.1801, 607.1802, and 817.1  Millaide Avenue, Springfield, New Jarray 07081  (Current melting address)  Pride physician practice ownership and sanagement.  Secription of the nature of the business in which R is engaged in the state of Floridation of the nature of the business in which R is engaged in the state of Floridation.  Thomas A. Laurita  Springfield, New Jersey 07081  Thomas A. Laurita	AWATO				
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## State of Delaware Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROHEALTHCARE FLORIDA, INC." 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 TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES



Edward J. Freel, Secretary of State

**AUTHENTICATION:** 

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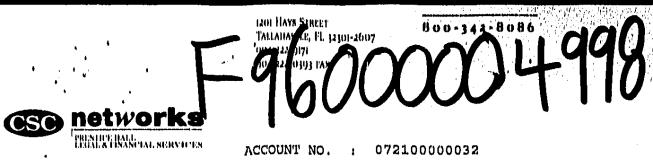
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09-26-96



REFERENCE

158763

3696B

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AUTHORIZATION

November 18, 1996

COST LIMIT

ORDER DATE : ORDER TIME

11:34 AM

ORDER NO.

158763-005

CUSTOMER NO:

3696B

**CUSTOMER:** 

Margaret Dall, Legal Aust

Akin, Gump, Strauss, Hauer & 1333 New Hampshire Avenue, n.w.

Washington, DC

FOREIGN FILINGS

PROHEALTHCARE OF FLORIDA, INC.

PROFIT NON-PROFIT CORPORATE LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk



### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 20, 1996

CSC NETWORKS MICHAEL KLUNK TALLAHASSEE, FL

SUBJECT: PROHEALTHCARE FLORIDA, INC.

Ref. Number: F96000004998

We have received your document for PROHEALTHCARE FLORIDA, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The current name of the entity is as referenced above. Please correct your document accordingly.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

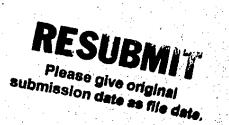
Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6906.

Darlene Connell Corporate Specialist

Letter Number: 196A00052775



#### APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(s. 607,1504, F.S.)

SECTION I (1-3 must be completed)	ES &
PROHEALTHCARE FLORIDA, IN	C. 223
Name of corporation as it appears	on the records on a spartment of State.
2. Incorporated under laws of:	DELAWARE
3. Date authorized to do business in Flo	rida: 9/30/96
SECTION II (4-7 complete only the ap	oplicable changes) of the corporation, when was the change effects
under the laws of its jurisdiction of income	poration?
October 8, 1996	
corporated," or appropriate abbreviatio	ment, adding suffix "corporation," "company," "ir n, if not contained in new name of the corporation F FLORIDA, INC.
6. If the amendment changes the perio	d of duration, indicate new period of duration.
7. If the amendment changes the jurisc	iction of incorporation, indicate new jurisdiction.
Cl /Signature	11/15/96 Date
Gary S. Feldstein, M.D.	President
Typed or printed name	

#### TPS OF FLORIDA, INC.

#### OFFICER'S CERTIFICATE

I, Gary S. Feldstein, Chairman of TPS of Plorida, Inc., a Delaware corporation, (the "Company"), do hereby certify that the following resolution has been duly adopted by the Directors of the Company pursuant to a Unanimous Consent and said resolution has not been amended or repealed and remains in full force and effect on the date hereof:

NOW, THEREFORE, BE IT RESOLVED, that the name "Total Physician Services of Florida, Inc." is adopted for use as a fictitious name by the Company in the State of Florida.

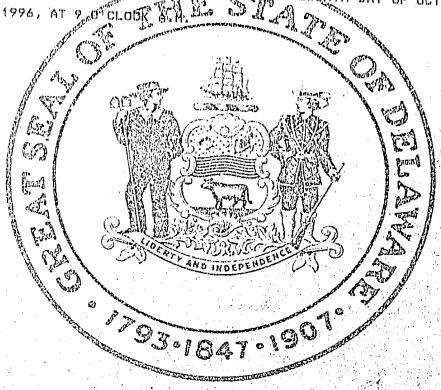
IN WITNESS WHEREOF, I have hereunto set my hand and caused this Certificate to be delivered as of this 4th day of December, 1996.

Gary S. Feldstein, M. D., Chairman

## State of Delaware Office of the Secretary of State

PAGE

T, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PROHEALTHCARE FLORIDA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "TPS OF FLORIDA, INC." THE EIGHTH DAY OF OCTOBER, A.D. 1996, AT 9.0°C ORK ALL.



Edward J. Freel, Secretary of State

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**AUTHENTICATION:** 

8196607

960335708

DATE:

11-18-96