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CSC networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 103972 7110150

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizutto

ORDER DATE : September 30, 1996

ORDER TIME : 1:56 PM

ORDER NO. : 103972

CUSTOMER NO: 7110150

000001

CUSTOMER: Mr. James Patrick
National Healthnet
1900 Corporate Boulevard, N.w.
Suite 400w
Boca Raton, FL 33431

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -2 AM 8:16

FOREIGN FILINGS

NAME: NATIONAL INTEGRATED CARE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

RECEIVED
96 OCT -2 PM 4:14
DIVISION OF CORPORATION

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. National Integrated Care, 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. Texas 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 20, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (See sections 607.1801, 607.1501, and 617.155, F.S.))
7. 1900 Corporate Boulevard, N.W., Suite 400 West
Boca Raton, Florida 33431
(Current mailing address)
8. To engage in any business authorized under the laws of Florida
(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: Corporation Service Company

Office Address: 1201 HAYS ST.

TALLAHASSEE

FL

32301
(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.

CORPORATION SERVICE COMPANY

By: Carol K. Dolor
(Registered agent's signature)
Carol K. Dolor, Authorized Representative

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: Edgar Otto
Address: 1900 Corporate Blvd. N.W. Suite 400W
Boca Raton, Florida 33431

Vice Chairman: _____
Address: _____

Director: Ernest C. Wilcock
Address: 1900 Corporate Blvd. N.W. Suite 400 W
Boca Raton, Florida 33431

Director: James E. Patrick
Address: 1900 Corporate Blvd. N.W. Suite 400 W
Boca Raton, Florida 33431

B. OFFICERS

President: Ernest C. Wilcock
Address: 1900 Corporate Blvd. N.W. Suite 400W
Boca Raton, Florida 33431

Vice President: _____
Address: _____

Secretary: James E. Patrick
Address: 1900 Corporate Blvd. N.W. Suite 400W
Boca Raton, Florida 33431

Treasurer: Jeffrey Mallon
Address: 1900 Corporate Blvd. N.W. Suite 400W

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

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

14. Ernest C. Wilcock, President
(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

NATIONAL INTEGRATED CARE, INC.
CHARTER NO. 1415900-00

were filed in this office and a certificate of incorporation was issued on
SEPTEMBER 20, 1996;

**IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on October 1, 1996.*

1077.

Antonio O. Garza, Jr.
Secretary of State

MAC