

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

(904) 222-9171
(904) 222-9171

F96000006089



networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 161368 7119083

AUTHORIZATION :

COST LIMIT *Patricia 131 Pg 5*

ORDER DATE : November 20, 1996

ORDER TIME : 9:39 AM

ORDER NO. : 161368-005

300002011023--2

CUSTOMER NO: 7119083

CUSTOMER: Ms. Judy Frederick
Access Medical Care, Inc.
Suite 100
3550 W. Waters Avenue
Tampa, FL 33614

FOREIGN FILINGS

NAME: ACCESS AMERICA MEDICAL CARE,
INCORPORATED

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

RECEIVED
96 NOV 21 AM 10:44
DIVISION OF CORPORATION
FILED
96 NOV 21 AM 11:36
SECRETARY OF STATE
DIVISION OF CORPORATIONS
LY 11/21

**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. Access America Medical 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. Delaware
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. April 1, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. November 17, 1996
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 617.1501, F.S.)
7. 3550 W. Waters Avenue, Suite 100
Tampa, Florida 33614
(Current mailing address)
8. Any lawful activity permitted under General Corporation Law of Delaware.
(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: Alan J. Iezzi, M.D.
Office Address: 15511 N. Florida Ave., Suite B-4
Tampa, Florida, 33613
(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.

Alan J. Iezzi
(Registered agent's signature)
Alan J. Iezzi, M.D.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 21 AM 11:36

12. Names and addresses of officers and/or directors:

A. DIRECTORS SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS SEE ATTACHMENT

President: _____

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.

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

14.

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 21 AM 11:36

AAMC Directors

Chairman: Benedict S. Maniscalco, M.D.
2727 West Martin Luther King, Jr. Blvd.
Tampa, Florida 33607

Vice Chairman: Chuck Broes
TMR Corporation
8488 W. Hillsborough Avenue, Suite 201
Tampa, Florida 33615

Director: Ron Pion, M.D.
LYNX Worldwide, Inc.
University of Southern California
EC2, The Annenberg Incubator Project
746 West Adams Boulevard
Los Angeles, CA 90089-7725

Director: Alan J. Iezzi, M.D.
15511 N. Florida Avenue, Suite B-4
Tampa, Florida 33613

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 21 AM 11:36

AAMC Officers

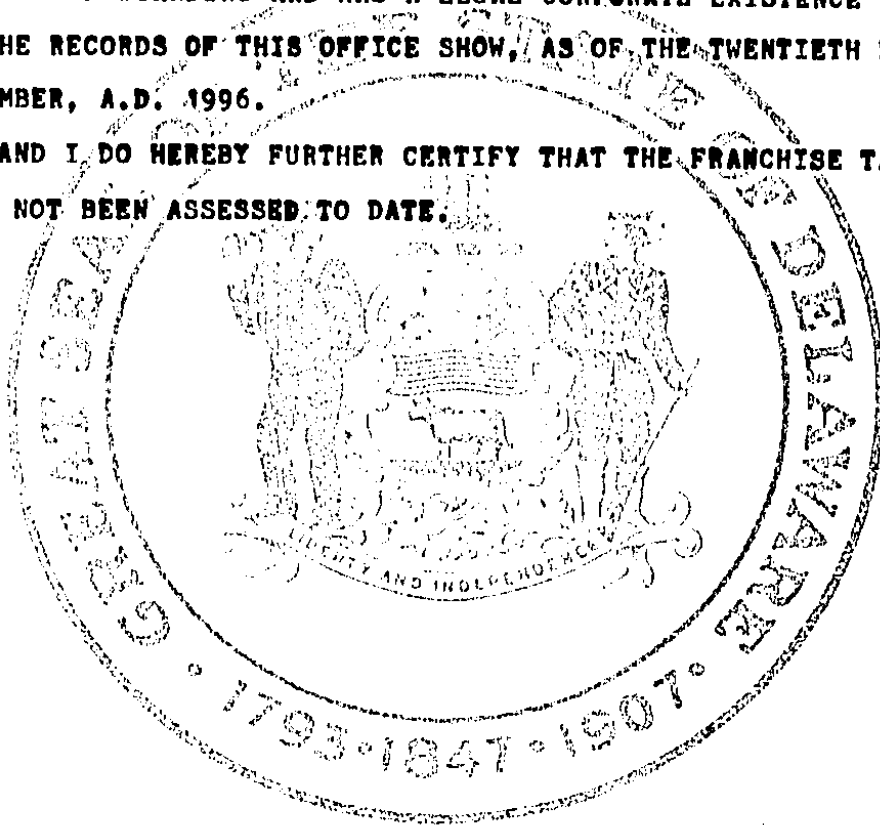
President: Alan J. Iezzi, M.D.
15511 N. Florida Avenue, Suite B-4
Tampa, Florida 33613

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 "ACCESS AMERICA MEDICAL CARE, 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 TWENTIETH DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 21 AM 11:36



Edward J. Freel

Edward J. Freel, Secretary of State

2610186 8300

960338777

AUTHENTICATION: 8201089

DATE: 11-20-96