

CORPORATE
ACCESS,
INC.

11-D... Road, Mount Vernon Square, Tallahassee, Florida 32303
P.O. Box 1006 (32303-1006) (904) 222-2666 or (904) 222-1006, Fax (904) 222-1006

6000006873

WALK IN

PICK UP 12-23 1:00 PM

CERTIFIED COPY _____ CUS _____

PHOTO COPY _____ FILING Foreign

1.) Specialcare Hospital Management Corporation
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

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-12/23/96--01016--012
*****20.00 *****20.00
900002046359--0
-01/06/97--01045--019
*****200.00 *****200.00

12/30

FILED
96 DEC 23 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 DEC 23 AM 10:31
DIVISION OF CORPORATION

**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. SPECIALCARE HOSPITAL MANAGEMENT CORPORATION
(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. MISSOURI 3. 43-1616297
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 8/18/92 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or perpetual)
6. 1/1/95
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 11227 MANCHESTER ROAD
KIRKWOOD, MISSOURI 63122
(Current mailing address)

8. PROVIDE GENERAL HEALTHCARE MGNT CONSULTING SERVICE TO AREA HOSPITALS
(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 acceptable)**

Name: CORPORATE ACCESS, INC.

Office Address: 1116-D THOMASVILLE ROAD

TALLAHASSEE, Florida, 32303
(Zip Code)

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96 DEC 23 PM 3:00
NOTARY OF STATE
TALLAHASSEE, FLORIDA

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: ROBERT C. MCNUTT

Address: 11227 MANCHESTER ROAD

KIRKWOOD, MISSOURI 63122

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: ROBERT C. MCNUTT

Address: 11227 MANCHESTER ROAD

KIRKWOOD, MO 63122

Vice President: WILLIAM BILLINGS

Address: 11227 MANCHESTER ROAD

KIRKWOOD, MO 63122

Secretary: ROBERT C. MCNUTT


Address: 11227 MANCHESTER ROAD

KIRKWOOD, MO 63122

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. ROBERT C. MCNUTT PRESIDENT
(Typed or printed name and capacity of person signing application)

99DEC 23 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

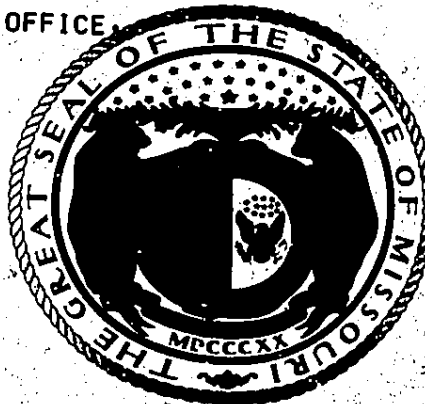
CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT SPECIALCARE HOSPITAL MANAGEMENT CORPORATION

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 18TH DAY OF AUGUST, 1992, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 17TH DAY OF DECEMBER, 1996.

Rebecca McDowell Cook
Secretary of State



96 DEC 23 PM 3:00
SECRETARY OF STATE
ALLIANCE HASSEL FLOREN

FILED