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CR2E031 (1-89)

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	Management Financial Services, Inc.				
	(Name of corporation: must include the word "INCORPORATED", "CO words or abbreviations of like import in language as will clearly indicated a particular of a	e that	it is a corporation	TON"	or ead
	of a natural person or partnership if not so contained in the name at pr	resent	:.)	11 11130	cau
2	Tennessee	3.	62-1243995		
	(State or country under the law of which it is incorporated)	,	(FEI number, if a	pplical	— ble)
4.	July 2, 1985 5. Perpetual				
	(Date of Incorporation) (Duration: Year corp. will cease	to ex	ist or "perpetual"	<u>')</u>	_
6.	November 1, 1997				
	(Date first transacted business in Florida. (See sections 607.1501, 60	7.150	02 and 817.155,	F.S.))	_
7.	007 Fra Mila D				DIVIO
	Goodlettsville, Tennessee 37072		-	97 NOV	SION
	(Current mailing address)		 ,	ယ်	
8.	Management of medical accounts receivables/collections	•		7	# A
	(Purpose(s) of corporation authorized in home state or country to be ca Florida)	rried	out in the state o	<u> </u>	
	·			0	5
9.	Name and street address of Florida registered agent:				·
	Name: <u>C T CORPORATION SYSTEM</u>				
	Office Address: c/o C T Corporation System, 1200 S	outh	Pine Island Road	<u>1</u>	
	<u>Plantation</u> , Florida, <u>333</u> (Zip C		_		
O	Registered agent accentance:				

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 obligations of my position as registered agent.

C T CORPORATION SYSTEM
_ Our Deliam
(Registered agent's signature) (Officer)
Ann J. Williams, Assistant Vice President
(Type Name and Title of Officer)

- 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:

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	Chairman:	See attached Rider	
	Address:		<u>.</u>
	Vice Chairman	•	
			
	Director:		
	Director:		
	Address:		
			_
B. OFFICERS	i		
	President:	See attached Rider	
	Address:		
			<u>.</u>
	Vice President:		
	Address:	· · · · · · · · · · · · · · · · · · ·	
			<u>.</u>
	Secretary:		_
			·

Management Financial Services, Inc.'s Officer and/or Director Information

Paul E. Weitzel, Jr.

CEO and Chairman of the Board

Business Address:

MedSource, Inc.

3000 Atrium Way, Suite 281

Mt. Laurel, NJ 08054

Charles B. Hellmann, Jr President and Secretary

Business Address:

Management Financial Services, Inc.

907 Two Mile Parkway, Suite B-1

Goodlettsville, TN 37072

John Hlywak

CFO

Business Address:

MedSource, Inc.

3000 Atrium Way, Suite 281

Mt. Laurel, NJ 08054

97 NOV -3 PM 2: 10

	Treasurer:
•	Address:
NOTE: and/or d	If necessary, you may attach an addendum to the application listing additional officers irectors.
13 (Sign:	ature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14	

97 MOV - 3 PM 2: 10

Secretary of State **Corporations Section** James K. Polk Building, Suite 1800 Nashville, Tennessee 37243-0306

ISSUANCE DATE: 10/23/1997 REQUEST NUMBER: 97296021 TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 07/02/1985 STATUS: ACTIVE CORPORATE EXPIRATION DATE: PERPETUAL CONTROL NUMBER: 0158250 JURISDICTION: TENNESSEE

TO: CAPITAL FILING SERVICE, INC. 7051 HIGHWAY 70 SO. NO. 333 NASHVILLE, TN 37221

REQUESTED BY: CAPITAL FILING SERVICE, INC. 7051 HIGHWAY 70 SO. NO. 333 NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT "MANAGEMENT FINANCIAL SERVICES, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF INCORPORATION AND DURATION AS GIVEN ABOVE; THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE EXISTENCE OF THE CORPORATION HAVE BEEN PAID; THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED WITH THIS OFFICE; AND THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

CAPITAL FILING SERVICE, INC. 7051 HWY 70 S

NASHVILLE, TN 37221-0000

ON DATE: 10/23/97

RECEIVED:

\$210.00

TOTAL PAYMENT RECEIVED:

\$480.00

RECEIPT NUMBER: 00002197969 ACCOUNT NUMBER: 00101230

FEES

\$270.00

RILEY C. DARNELL

SECRETARY OF STATE

SS-4458