



F97000005866

ACCOUNT NO. : 072100000032

REFERENCE : 586846 4311859

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : November 3, 1997

ORDER TIME : 11:37 AM

ORDER NO. : 586846-005

500002339155--5

CUSTOMER NO: 4311859

CUSTOMER: Mr. Christian De Berardinis
Haythe & Curley
237 Park Ave.
20th Floor
New York, NY 10017-3142

FOREIGN FILINGS

NAME: RAMSAY CORRECTIONAL SERVICES,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

RECEIVED
97 NOV -5 PM 1:28
DIVISION OF CORPORATION

80 11/5
97 NOV -5 PM 2:58
FILED
SECRETARY OF STATE
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. Ramsay Correctional Services, 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. N/A
(FEI number, if applicable)
4. June 18, 1997
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. One Alhambra Plaza, Suite 750
Coral Gables, Florida 33134
(Current mailing address)
8. Manage Health Services
(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 NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

Florida, 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: Sherry A. Gilbert ASST. SEC.
(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: Bert G. Cibran

Address: One Alhambra Plaza, Suite 750
Coral Gables, Florida 33234

Vice Chairman: Carol C. Lang

Address: (Same as above)

Director:

Address:

Director:

Address:

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

President: Bert G. Cibran

Address: One Alhambra Plaza, Suite 750
Coral Gables, Florida 33234

Vice President: Carol C. Lang

Address: (Same as above)

Secretary: Daniel A. Sims

Address: (Same as above)

Treasurer: Daniel A. Sims

Address: (Same as above)

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

13. Carol C. Lang
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Carol C. Lang, Vice President
(Typed or printed name and capacity of person signing application)

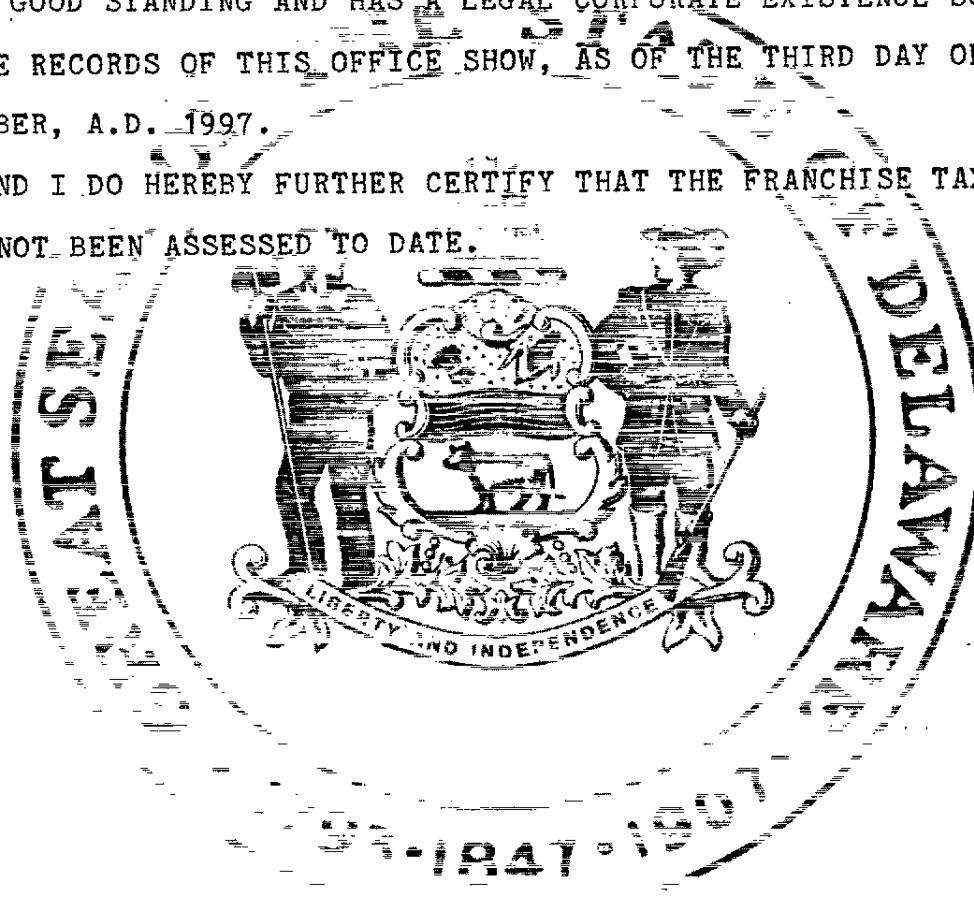
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -5 PM 2:58

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 "RAMSAY CORRECTIONAL SERVICES, 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 THIRD DAY OF NOVEMBER, A.D. 1997.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -5 PM 2:58



Edward J. Freel

Edward J. Freel, Secretary of State

2763877 8300

971372045

AUTHENTICATION: 8736355

DATE: 11-03-97