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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS ENTERPRISES, INC.
CONTACT: FRANK A RODRIGUEZ
PHONE: (561)775-9980

ACCT#: 072100000245

FAX #: (561)694-1639

NAME: PRIMUS PHYSICIAN SERVICES INC.

AUDIT NUMBER.....H98000003106

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 4

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**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. Primus Physician 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.

(FEI number, if applicable)

4. April 14, 1997

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing this application

(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.)

7. 18350 NW 2nd Avenue, Suite 400

Miami, FL 33169

(Current mailing address)

8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law**9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)**

Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens, FL 33418

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.

By: 

Corporate Creations Enterprises Inc.
Frank A. Rodriguez, President

**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.**

Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens FL 33410-6266
(561) 694-8107

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

A. DIRECTORS

Thomas Griffin, M.D.
18350 NW 2nd Avenue, Suite 400
Miami FL 33169

James R. Jude, M.D.
18350 NW 2nd Avenue, Suite 400
Miami FL 33169

Howard M. Weiner, M.D., M.P.H.
18350 NW 2nd Avenue, Suite 400
Miami FL 33169

B. OFFICERS


PRESIDENT John Audette
18350 NW 2nd Avenue, Suite 400
Miami, FL 33169

SECRETARY John Audette
18350 NW 2nd Avenue, Suite 400
Miami, FL 33169

TREASURER John Audette
18350 NW 2nd Avenue, Suite 400
Miami, FL 33169

13. Signature of an officer listed in item 12:

By:


John Audette, President
by F.A. Rodriguez as attorney-in-fact

Date: February 13, 1998

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Palm Beach Gardens FL 33410-6266
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRIMUS PHYSICIAN 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 TENTH DAY OF FEBRUARY, A.D. 1998.

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8913558

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