



THE UNITED STATES  
CORPORATION  
COMPANY

F980000001547

ACCOUNT NO. : 072100000032

REFERENCE : 726206 4322291

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : March 3, 1998

ORDER TIME : 10:05 AM

ORDER NO. : 726206-005

CUSTOMER NO: 4322291

CUSTOMER: Tracy King, Legal Asst  
Powell Goldstein Frazer &  
16th Floor  
191 Peachtree St., N.e.  
Atlanta, GA 30303

500002445345--3

W98-4660

FOREIGN FILINGS

NAME: BENCHMARK HEALTHCARE  
CONSULTING, 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: Stacy L Earnest

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -3 PM 1:55

mt  
3/18

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98 MAR -3 AM 11:22  
DIVISION OF CORPORATION



ACCOUNT NO. : 072100000032

REFERENCE : 726206 4322291

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 1150.00

*to go along w/ other FLW?*

ORDER DATE : March 3, 1998

ORDER TIME : 12:42 PM

ORDER NO. : 726206-005

CUSTOMER NO: 4322291

CUSTOMER: Tracy King, Legal Asst  
Powell Goldstein Frazer &  
16th Floor  
191 Peachtree St., N.e.  
Atlanta, GA 30303

FOREIGN FILINGS

NAME: BENCHMARK HEALTHCARE  
CONSULTING, INC.

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DIVISION OF CORPORATIONS  
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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX        PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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98 MAR 18 PM 1:18  
DIVISION OF CORPORATION

March 3, 1998

CSC

**RESUBMIT**

Please give original  
mission date as file date.

SUBJECT: BENCHMARK HEALTHCARE CONSULTING, INC.  
Ref. Number: W98000004660

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 698A00011661

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DIVISION OF CORPORATIONS

**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. Benchmark Healthcare Consulting, 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. Georgia  
(State or country under the law of which it is incorporated)
3. 58-2370326  
(FEI number, if applicable)
4. October 30, 1997  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. October 30, 1997  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 6600 Powers Ferry Road, Suite 300  
Atlanta, Georgia 30339  
(Current mailing address)
- Transaction of all lawful business
8. \_\_\_\_\_  
(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.*

  
(Registered agent's signature)

**Karen B. Rozar, As Its Agent**

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.

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DIVISION OF CORPORATIONS  
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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: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See attached officers/directors rider

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. Barton Rains Bright III  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Barton Rains Bright, III, Secretary  
(Typed or printed name and capacity of person signing application)

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**DIRECTORS AND OFFICERS  
OF  
BENCHMARK HEALTHCARE CONSULTING, INC.**

**DIRECTORS**

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
William J. Simione, Jr.	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339
James R. Henderson	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339
Gary W. Rasmussen	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339

**OFFICERS**

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
James R. Henderson	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339	Chief Executive Officer
William J. Simione, Jr.	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339	President
Gary W. Rasmussen	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339	Chief Operating Officer
Lori Nadler Siegel	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339	Treasurer
Barton Rains Bright III	6600 Powers Ferry Road Suite 300 Atlanta, Georgia 30339	Secretary

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Secretary of State  
Corporations Division  
Suite 315, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 980580700  
CONTROL NUMBER : 9738265  
DATE INC/AUTH/FILED: 10/30/1997  
JURISDICTION : GEORGIA  
PRINT DATE : 02/27/1998  
FORM NUMBER : 211

POWELL, GOLDSTEIN, FRAZER & MURPHY  
TRACY L. KING  
191 PEACHTREE ST., 16TH FLOOR  
ATLANTA, GA 30303

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia,  
do hereby certify under the seal of my office that

BENCHMARK HEALTHCARE CONSULTING, INC.  
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to  
transact business in Georgia on the above date. Said entity is in  
compliance with the applicable filing and annual registration  
provisions of Title 14 of the Official Code of Georgia Annotated  
and has not filed articles of dissolution, certificate of  
cancellation or any other similar document with the office of the  
Secretary of State.

This certificate relates only to the legal existence of the above-  
named entity as of the date issued. It does not certify whether  
or not a notice of intent to dissolve, an application for  
withdrawal, a statement of commencement of winding up or any other  
similar document has been filed or is pending with the Secretary  
of State.

This certificate is issued pursuant to Title 14 of the Official  
Code of Georgia Annotated and is prima-facie evidence that said  
entity is in existence or is authorized to transact business in  
this state.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State