

Document Number Only

F980000002838

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002528939--9

-05/19/98-01048-009

*****70.00 *****70.00

Genus Aesthetic Medical and
Dental Group, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Fict. Filing

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ UCC-1 UCC-3

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

Please Return Extra Copy(s)
Filed Stamp

MAY 19 1998

Thanks, Melanie

CR2E031 (1-89)

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. Genus Aesthetic Medical and Dental Group, 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. 72-1396013

(FEI number, if applicable)

4. September 17, 1997

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 800 Shades Creek Parkway, Suite 700, Birmingham, Alabama 35209

(Current mailing address)

8. Medical and dental practice management.

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. 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 obligation of my position as registered agent.

C T Corporation System

Dale W. Morris

(Registered agent's signature) (Officer)

Dale W. Morris, Asst. V.P.

(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: William R. Dexheimer

Address: 800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

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.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William R. Dexheimer, President

(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Genus Aesthetic Medical and Dental Group, Inc.**

1. William R. Dexheimer
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
2. Abraham D. Gosman
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
3. Charles A. McCallum, D.M.D, M.D.
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
4. Bruce A. Rendina
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
5. Scott F. Meadow
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
6. Barry P. Schochet
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
7. Jack Tyrrell
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Genus Aesthetic Medical and Dental Group, Inc.**

1. William R. Dexheimer, President/CEO
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
2. Randall Reynolds, Exec. Vice President/CDO
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
3. Elizabeth D. Welch, ^{Exec.} Senior Vice President/Secretary
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
4. Christopher J. Smith, Exec. Vice President/CFO
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209
5. John M. DeStefanis, Exec. Vice President/COO
800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209

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State of Delaware
Office of the Secretary of State


I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GENUS AESTHETIC MEDICAL AND DENTAL GROUP, 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 FIFTEENTH DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

2795398 8300

AUTHENTICATION:

9084787

DATE:

981188153

05-15-98