

F98000003425

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Western Pathology Consultants, Inc
(Name of corporation - must include suffix)

Dear Sir or Madam:

500002502475--8

-04/28/98--01044--001

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

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

TOM SWAN
(Name of Person)
Western Pathology Consultants, Inc
(Firm/Company)
1321 BROADWAY
(Address)
SCOTTS BLUFF, NE 69361-4631
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Should you need to call someone concerning this matter, please call:

TOM SWAN at (308) 632-7411
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

W98-9443
Pg. 2001
4/16/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 28, 1998

TOM SWAN
WESTERN PATHOLOGY CONSULTANTS, INC.
1321 BROADWAY
SCOTTSBLUFF, NE 69361-4631

SUBJECT: WESTERN PATHOLOGY CONSULTANTS, INC.
Ref. Number: W98000009443

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WESTERN PATHOLOGY CONSULTANTS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office 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 \$1150.00.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 098A00022909



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 11, 1998

TOM SWAN
WESTERN PATHOLOGY CONSULTANTS, INC.
1321 BROADWAY
SCOTTSBLUFF, NE 69361-4631

SUBJECT: WESTERN PATHOLOGY CONSULTANTS, INC.
Ref. Number: W98000009443

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for WESTERN PATHOLOGY CONSULTANTS, INC..

The referenced application states that the corporation has transacted business in the State of Florida since December 1, 1997. You were notified by letter dated April 28, 1998, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1150.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Agnes Lunt
Document Specialist Letter No. 298A00032833

Enclosure

AFFIDAVIT

STATE OF NEBRASKA, County of Scotts Bluff: ss.

WILLIAM I. STOPPERAN, after being first duly sworn on oath, deposes and states as follows:

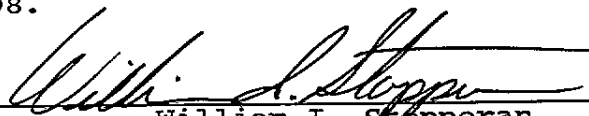
1. He is the President of Western Pathology Consultants, Inc., a Nebraska Corporation, and has knowledge of the facts stated herein.

2. Western Pathology Consultants, Inc. has filed with the Florida Department of State an "Application by Foreign Corporation for Authorization to Transact Business in Florida" (the "Application").

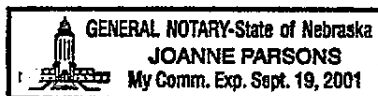
3. The Application contains erroneous information in that it indicates on Line 6 that the date the Corporation first transacted business in Florida was December 1997.

4. This is erroneous information. The activities of the Corporation in 1997 do not constitute the transaction of business in Florida pursuant to Section 607.1501 of the Florida statutes. The Corporation employed an independent contractor in 1997 to solicit and obtain orders for drug testing services and equipment. This is the only activity of the Corporation in Florida in 1997. This activity also constitutes Interstate Commerce. Pursuant to the provisions of Florida statutes §607.1501(e), (f) and (i), these activities do not constitute transacting business in Florida. In January of 1998 the corporation began having an employee do this same activity in conjunction with the independent contractor.

DATED: JUNE 9, 1998.


William I. Stopperan

SUBSCRIBED AND SWORN to before me this 9th day of June, 1998.




Joanne Parsons
Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. WESTERN Pathology Consultants, 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. NEBRASKA 3. 47-0780850
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6/17/94 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 12/97 - (Paid Payroll)
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1321 Broadway P.O. Box 1936
Scottsbluff, NE 69361-4631
(Current mailing address)

8. SELLING OF DRUG TESTING SERVICES AND EQUIPMENT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: RUSSELL L. WICKER

Office Address: 1715 - E W 24th St

Panama City, Florida, 32405
(Zip code)

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TALLAHASSEE, FLORIDA

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.

Russell L. Wicker
(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: William I. Stopperan
Address: 2201 3rd Avenue
Scottsbluff, NE 69361

Vice Chairman: _____

Address: _____

Director: <u>Alvin A. Armstrong</u>	<u>Diana J. Bresslich</u>
Address: <u>190367 County Road H</u>	<u>3625 Evergreen</u>
<u>Scottsbluff, NE 69361</u>	<u>Scottsbluff, NE 69361</u>
Director: <u>Richard J. Simmons</u>	<u>William I. Stopperan</u>
Address: <u>1401 Idlewyld Drive</u>	<u>2201 3rd Avenue</u>
<u>Scottsbluff, NE 69361</u>	<u>Scottsbluff, NE 69361</u>

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

President: William I. Stopperan
Address: 2201 3rd Avenue
Scottsbluff, NE 69361

Vice President: <u>Dennis Kerns - V.P. - Bus Development</u>	<u>Thomas M. Swan - V.P. Finance & Admin</u>
Address: <u>1409 Cheyenne Drive</u>	<u>3818 Ave D #4</u>
<u>Scottsbluff, NE 69361</u>	<u>Scottsbluff, NE 69361</u>

Secretary: Richard J. Simmons
Address: 1401 Idlewyld Drive
Scottsbluff, NE 69361

Treasurer: Richard J. Simmons
Address: 1401 Idlewyld Drive
Scottsbluff, NE 69361

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

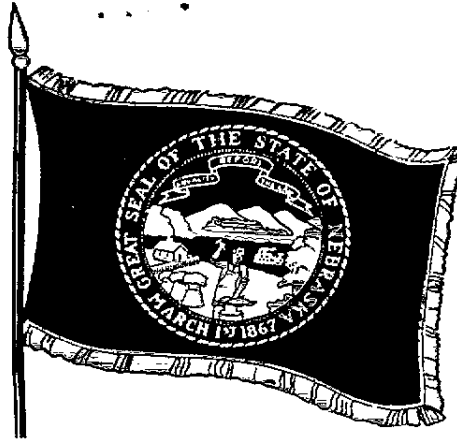
13. BY: Thomas M. Swan - V.P. Finance & Admin
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas M. Swan - V.P. Finance & Admin
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF

NEBRASKA



United States of America,
State of Nebraska

} ss.

Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby
certify;

WESTERN PATHOLOGY CONSULTANTS, INC.

was duly incorporated under the laws of this state on June 17, 1994,
and do further certify that no occupation taxes assessed are unpaid
and no annual reports are delinquent; articles of dissolution have
not been filed; and said corporation is in existence as of the date
of this certificate.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on April 7
in the year of our Lord, one thousand
nine hundred and ninety-eight.



Scott Moore
SECRETARY OF STATE