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TO: DIVISION OF CORPORATIONS
(850) 922-4003

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: JOSE MOJICA
PHONE: (212) 431-5000
(212) 431-1441

FAX #:

NAME: OLSTEN NETWORK MANAGEMENT, INC.

AUDIT NUMBER.....H98000018272

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. OLSTEN NETWORK MANAGEMENT, 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. APPLIED FOR

(FEI number, if applicable)

4. 9/18/98

(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 617.155, F.S.)

7. 175 BROAD HOLLOW ROAD, MELVILLE, NY 11747

(Current mailing address)

8. PROVISION OF NETWORK MANAGEMENT FOR HOME HEALTHCARE SERVICES

(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: BLUMBERGEXCELSIOR CORPORATE SERVICES, INC.

Office Address: 4435 OLD WINTER GARDEN ROAD

ORLANDO

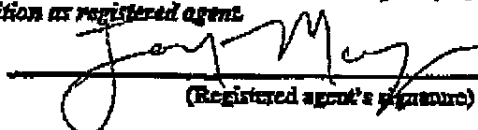
Florida, 32802

(Zip code)

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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)

Jose Moya, ASST. SECY.

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)

BlumbergExcelsior

62 West 38 '98 12:34
NY, NY 10013

212-431-5000

2124311441

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

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Chairman: SEE ATTACHED RIDER

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED 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. Laurin L. Laderoute, Jr.

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

14. LAURIN L. LADEROUTE, JR.

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

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OLSTEN NETWORK MANAGEMENT, INC.

(Delaware)

BOARD OF DIRECTORS

Director	Robert A. Fusco	175 Broad Hollow Road Melville, NY 11747
Director	John J. Collura	175 Broad Hollow Road Melville, NY 11747

CORPORATE OFFICERS

President	Robert A. Fusco	175 Broad Hollow Road Melville, NY 11747
Senior Vice President, and CFO	John J. Collura	175 Broad Hollow Road Melville, NY 11747
Senior Vice President- Finance	Thomas M. Boelsen	175 Broad Hollow Road Melville, NY 11747
Senior Vice President and General Counsel	William P. Costantini	175 Broad Hollow Road Melville, NY 11747
Vice President, Ass't. General Counsel and Secretary	Laurin L. Laderoute, Jr.	175 Broad Hollow Road Melville, NY 11747
Vice President, General Counsel - Health Services Law and Assistant Secretary	Patricia C. Ma	175 Broad Hollow Road Melville, NY 11747
Assistant Secretary	Ruth C. Schwartz	12900 Foster Overland Park, KS 66213

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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 "OLSTEN NETWORK MANAGEMENT, 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 THIRTIETH DAY OF SEPTEMBER, A.D. 1998.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OLSTEN NETWORK MANAGEMENT, INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 1998.

Blumberg Excelsior
62 White St
NY, NY 10013
212-431-5000

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DIVISION OF CORPORATIONS
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Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION: 9330910

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DATE: 09-30-98