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TO: DIVISION OF CORPORATIONS FAX #:
(850)922-4003

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC. ACCT#:
075350000353
CONTACT: JOSE MOJICA
PHONE: (212)431-5000 FAX #:
(212)431-1441

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 817.155, 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 Mojica, 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)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable) H98000018272

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

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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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 PM 4:07

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

H98000018272

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9330910

DATE: 09-30-98