ACCOUNT NO. :

072100000032

REFERENCE : 032905 81386A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: November 16, 1998

ORDER TIME: 11:58 AM

ORDER NO. : 032905-005

CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq

Robert E. Aylward, Esq

Suite 2425

100 North Tampa Street

Tampa, FL 33602

#### FOREIGN FILINGS

NAME: PHC ANCILLARY SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

\_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

MUTAROGRADO TO MOIZIVIE LS:1 Kd 91 AON 05

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

In compliance with section 607.1503 of the Florida Business Corporation Act ("Act"), PHC ANCILLARY SERVICES, INC., a Georgia of for-profit corporation (the "Company"), hereby submits the following to register the Company as a foreign corporation authorized to transact business in the State of Florida:

- 1. The name of the Company is PHC ANCILLARY SERVICES, INC.
- 2. The state under which the Company is incorporated is Georgia.
- 3. The federal taxpayer identification number of the Company is 58-2345360.
- 4. The date of incorporation of the Company is September 25, 1997.
- 5. The duration of the Company's existence is perpetual.
- 6. The date on which the Company will first transact business in the State of Florida is upon issuance of the Certificate of Authority by the Secretary of State.
- 7. The street address of the Company's principal office is 990 Hammond Drive, Building One, Suite 840, Atlanta, GA 30328.
- 8. The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the Act.
- 9. The address of the Company's registered office and the name of its registered agent at that office are:

### Registered Agent

## Registered Office

D. Jeffery Sapp

303 East Par Street Orlando, Florida 32804

10. The registered agent's acceptance is set forth below:

Having been named as registered agent to accept service of process for the above named 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.

D. Jefféry/Sapp

- 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 the Company is incorporated.
- 12. The names and usual business addresses of the Company's current directors and officers are as follows:

#### DIRECTORS

J. Michael Ribaudo, M.D. 990 Hammond Drive, Building One Suite 840 Atlanta, GA 30328

Sarah Garvin 990 Hammond Drive, Building One Suite 840 Atlanta, GA 30328 SECRETARY OF STATE DIVISION OF CORNORATIONS

#### **OFFICERS**

Name Office

J. Michael Ribaudo, M.D. President 990 Hammond Drive, Building One

Suite 840 Atlanta, GA 30328

Peggy Block Senior Vice President

990 Hammond Drive, Building One

Suite 840 Atlanta, GA 30328

Tom Rodgers Secretary

990 Hammond Drive, Building One Suite 840

Atlanta, GA 30328

IN WITNESS WHEREOF, the undersigned President of the Company has executed this Application this /OTA day of November, 1998.

MICHAEL RIBAUDO, M.D., its

President

## Secretary of State

Corporations Division 315 West Tower 2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : 983080569
CONTROL NUMBER : 9733994
DATE INC/AUTH/FILED: 09/25/1997
JURISDICTION : GEORGIA
PRINT DATE : 11/04/1998

FORM NUMBER : 211

CSC-ATLANTA
ATTN: LISA WILLIAMS
100 PEACHTREE ST STE 660
ATLANTA GA 30303

SECRETARY OF STATE DIVISION OF CORPORATIONS

### 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

## PHC ANCILLARY SERVICES, 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.

Jewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

