

Document Number Only

FT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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

CORPORATION(S) NAME

ServiceCare, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
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Acknowledgement _____
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12/10/98

98 DEC 10 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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98 DEC 10 AM 11:00
BUTLER & COMPANY

**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. ServiceCare, 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. South Carolina

(State or country under the law of which it is incorporated)

3. 57-1007394

(FEI number, if applicable)

4. September 20, 1994

(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, Fla.

7. 440 Knox Abbott Drive, Ste. 210, Cayce, South Carolina 29033

(Current mailing address)

8. Monitoring of security systems, and all other lawful purposes.

(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

Mary R. Adams

(Registered agent's signature) (Officer)

MARY R. ADAMS

ASSISTANT SECRETARY

(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 B. Timmerman

Address: 440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033

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: _____

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Treasurer: _____

Address: _____

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

13. _____

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

14. Stevens L. Burns, Vice 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
ServiceCare, Inc.**

1. Bill L. Amick
Amick Farms, Inc., P.O. Box 351
Batesburg,, South Carolina 29033
2. James A. Bennett
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
3. William B. Bookhart, Jr.
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
4. William T. Cassels, Jr.
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
5. Hugh M. Chapman
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
6. Elaine T. Freeman
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
7. Lawrence M. Gressette, Jr.
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
8. W. Hayne Hipp
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
9. F. Creighton McMaster
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
10. Lynne M. Miller
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
11. John B. Rhodes
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
12. Maceo K. Sloan
440 Knox Abbott Drive, Ste. 210

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

Cayce, South Carolina 29033

13. William B. Timmerman
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033

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

**Officers of
ServiceCare, Inc.**

1. Warren A. Darby, President and Treas.
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
2. Stevens L. Burns, V. President
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
3. Lynn Williams, Secretary
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
4. H. Thomas Arthur, II, Sr. VP, Gen Counsel and Asst. Secretary
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033
5. Kevin B. Marsh, Sr. VP and CFO
440 Knox Abbott Drive, Ste. 210
Cayce, South Carolina 29033

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TALLAHASSEE FLORIDA

The State of South Carolina



Office of Secretary of State Jim Miles **Certificate of Existence**

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

SERVICECARE, INC.,

a corporation duly organized under the laws of the State of South Carolina on **September 20th, 1994**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State of South Carolina this 8th day of
December, 1998.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

A handwritten signature of Jim Miles in black ink.

Jim Miles, Secretary of State