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Document Number Only

CT CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 222-1092  
City State Zip Phone

CORPORATION(S) NAME

200002751672--1  
-01/22/99--01077--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Pediatric Physician Alliance, Inc.

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TALLAHASSEE, FLORIDA

- ☒ Profit ☐ Amendment ☐ Merger
- ☐ NonProfit ☐ Limited Liability Co. ☐ Dissolution/Withdrawal ☐ Mark
- ☒ Foreign ☐ Limited Partnership ☐ Annual Report ☐ Other ucc Filing
- ☐ Reinstatement ☐ Reservation ☐ Change of R.A.
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JEFFREY D. BUTTERFIELD  
DIVISION OF CORPORATION  
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JAN 22 1999

**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. Pediatric Physician Alliance, 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. 58-2267543  
(FEI number, if applicable)

4. October 1, 1996

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 4, 1999

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 3230-H Peachtree Corners Circle, Norcross, Georgia 30092

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law and the Corporation Law of the State of Florida.  
(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

Charlotte Renee Cruz

(Registered agent's signature) (Officer)

Charlotte Renee Cruz, Asst. 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: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

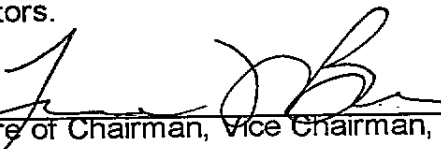
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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

14. Terrence L. Bauer, President  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Directors

Joseph D. Sansone  
Pediatric Services of America, Inc.  
310 Technology Parkway  
Norcross, GA 30092

Terrence L. Bauer  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

Steven F. Woodis  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

Don C. Black  
Child Health Corporation of America  
6803 West 64 Street  
Suite 208  
Shawnee Mission, KS 66202

Robert P. Pinkas  
Brantley Venture Partners, LP  
20600 Chagrin Boulevard  
Suite 1150  
Cleveland, OH 44122

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Officers

Terrence L. Bauer - President & CEO  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

Jeff W. Pruitt - Vice President, Chief Financial Officer and Assistant Secretary  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

Steven Woodis - Vice President and Secretary  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

Robert Heety - Vice President  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

Richard Siegel - Vice President  
Pediatric Physician Alliance  
3230-H Peachtree Corners Circle  
Norcross, GA 30092

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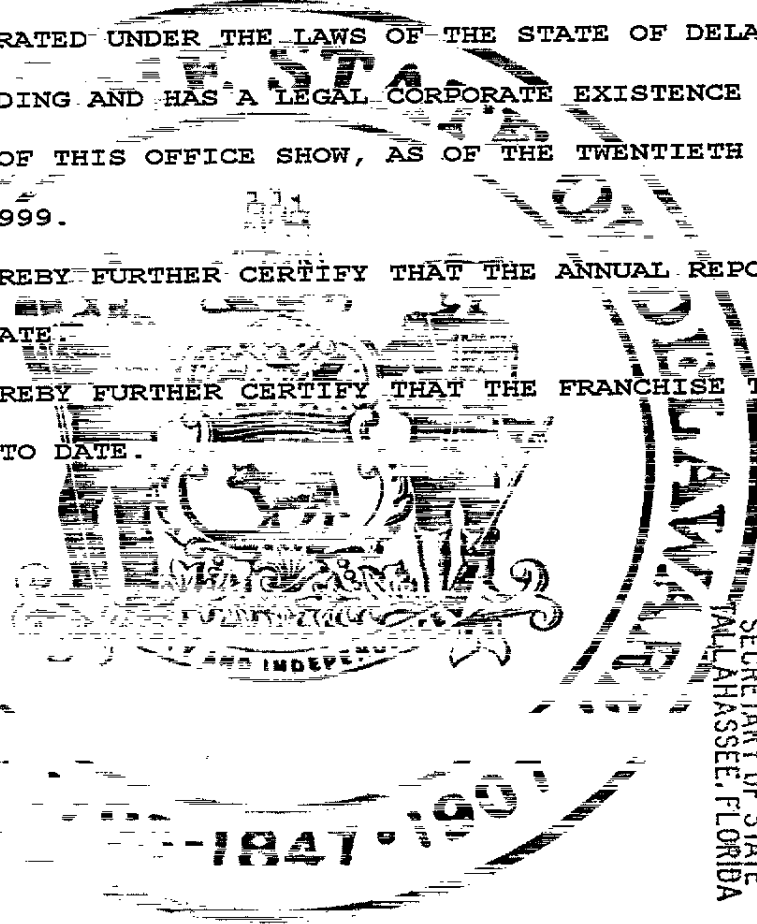
State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEDIATRIC PHYSICIAN ALLIANCE, 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 TWENTIETH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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01-20-99

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