

F990000001163

Writer's Direct Dial:
(412) 594-5528

February 4, 1999

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Locaré, Inc.

Dear Sir or Madam:

On behalf of Locaré, Inc., a Pennsylvania Corporation, we enclose an Application by Foreign Corporation for Authorization Transact Business in Florida, in duplicate, and a check for \$70.00 to cover your fees. Also enclosed is a Good Standing Certificate from the Commonwealth of Pennsylvania.

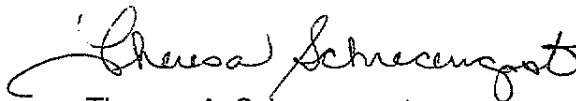
Please file the enclosed and send the undersigned the proper acknowledgement of same.

If you have any questions, please call.

100002772811--1
-02/11/99--01051--002
*****70.00 *****70.00

Very truly yours,

TUCKER ARENSBERG, P.C.



Theresa A. Schrecengost,
Legal Assistant

W99-3558

BE105765.1:
999999-999999

3/3/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 11, 1999

TUCKER ARENSBERG, P.C.
ATTN: THERESA A. SCHRECENGOST
1500 ONE PPG PLACE
PITTSBURGH, PA 15222

SUBJECT: LOCARE, INC.
Ref. Number: W99000003558

We have received your document for LOCARE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 399A00006233



Writer's Direct Dial:

(412) 594-5582

February 25, 1999

Florida Department of State
Division of Corporations
P.O. box 6327
Tallahassee, FL 32314

Re: Locgre, Inc.
Ref. Number: W99000003558

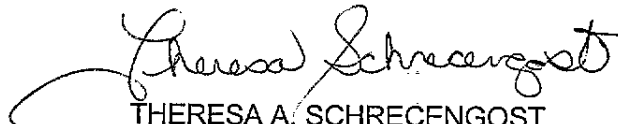
Dear Sir or Madam:

In response to your letter dated February 11, 1999, please be advised that the above name is defined in the Black's Law Dictionary as attached. There is no English translation. The officers of the Corporation added the added the á as an artistic touch.

If you have any questions, please call the undersigned.

Very truly yours,

TUCKER ARENSBERG, P.C.



THERESA A. SCHRECENGOST,
Legal Assistant

/tas
Enclosure
c: Joni Landy, Esquire (w/enc.)
be107104.1

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Locare, 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. Pennsylvania

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

3. _____

(FEI number, if applicable)

4. 1/4/99

(Date of incorporation)

5. Perpetual

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

6. To transact business after filing this document

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, and 817.155, F.S.))

7. 5F Chatham Tower, 112 Washington Place

Pittsburgh, PA 15219

(Current mailing address)

8. Professional Recruiting and related services

(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Douglas W.J. Landy

Office Address: 11975 Brim Way

Cooper City, FL

, Florida, 33026

(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.


(Registered agent's signature)

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)

Chairman: Douglas W.J. Landy

Address: 11975 Brim Way, Cooper City, FL 33026

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: Douglas W.J. Landy

Address: 11975 Brim Way, Cooper City, FL 33026

Vice President: None

Address:

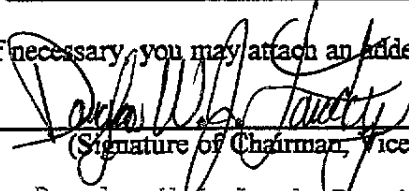
Secretary: Douglas W.J. Landy

Address: 11975 Brim Way, Cooper City, FL 33026

Treasurer: Douglas W.J. Landy

Address: 11975 Brim Way, Cooper Way, FL 33026

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. Douglas W.J. Landy President

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

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JANUARY 29, 1999

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

LOCARE, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim Ditzgen

ACTING Secretary of the Commonwealth

DPOS