

**9900000**

**1174**  
DIMENSION FINANCIAL CORPORATION  
Care and Benefit Company  
1111 S. Tejon, Suite 300  
Colorado Springs, CO 80903  
(719) 448-5860 FAX (719) 448-5880

February 25, 1999

Florida Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Qualification as a foreign corporation by AdminiQuest, Inc.

Dear Sirs:

My firm is assisting AdminiQuest, Inc. in its efforts to be licensed as a Third Party Administrator where required. We therefore need to be licensed as a foreign corporation in Florida. To accomplish this, I have enclosed the following:

1. Transmittal Letter
2. An original Certificate of Existence from Delaware, AdminiQuest's state of incorporation.
3. A \$70.00 registration fee
4. Application by Foreign Corporation for Authorization to transact business in Florida.

If you have any questions, or need additional information, please contact me at (719) 448-5876.

Sincerely,

*Michael B. Tulloss*

Michael B. Tulloss

enclosure (4)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*6 pgs*

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

SUBJECT: AdminiQuest, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Michael B. Tulloss  
(Name of Person)

Dimension Financial Corporation  
(Firm/Company)

111 S. Tejon, Suite 300  
(Address)

Colorado Springs, CO 80903  
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Michael B. Tulloss at ( 719 ) 448 - 5876  
(Name of Person) Area Code & Daytime Telephone Number

**COURIER ADDRESS:**

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Tax Lien Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. AdminiQuest, 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 3. 84-1362877  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 20, 1998 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Not yet  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 111 S. Tejon, Suite 300  
Colorado Springs, CO 80903  
(Current mailing address)

AdminiQuest, Inc. is a Third Party Administrator that handles billing, enrollment and  
8. claims payment for life and health insurers and self-funded groups in accordance with state  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) laws.

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

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.*

Marcia J. Sunahara  
(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.

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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: SEE ADDENDUM

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

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

President: John A. Fraser

Address: 111 S. Tejon, Suite 300, Colorado Springs, CO 80903

Vice President: Robyn Baumgartner

Address: 111 S. Tejon, Suite 300, Colorado Springs, CO 80903


Secretary: Judith R. Gilbert

Address: 111 S. Tejon, Suite 300, Colorado Springs, CO 80903

Treasurer: Nancy Iverson

Address: 111 S. Tejon, Suite 300, Colorado Springs, CO 80903

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. Judith Gilbert, Secretary  
(Typed or printed name and capacity of person signing application)

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**ADDENDUM**

Chairman	Terry Sullivan	111 S. Tejon, Suite 300, Colorado Springs, CO 80903
Vice Chairman	None	None
Director	Judith R. Gilbert	111 S. Tejon, Suite 300, Colorado Springs, CO 80903
Director	John Krakauer	111 S. Tejon, Suite 300, Colorado Springs, CO 80903
Director	Dan Mitchell	111 S. Tejon, Suite 300, Colorado Springs, CO 80903
Director	Rick Patch	111 S. Tejon, Suite 300, Colorado Springs, CO 80903

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TALLAHASSEE FLORIDA

*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 "ADMINIQUEST, 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 FOURTH DAY OF FEBRUARY, A.D. 1999.



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FILED



*Edward J. Freel*  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 9557931

DATE: 02-04-99