

FAS
HEALTHCOMP EVALUATION SERVICES
CORPORATION

February 22, 1999

Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100002805311- -3
-03/15/99--01024--001
*****70.00 *****70.00

Re: Afton, Inc.

W99-4664

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida" and "Certificate of Existence" are submitted to register the above-referenced foreign corporation to transact business in Florida. I understand from your office that the name Afton Corporation has already been registered. Accordingly, our Board of Directors has approved adopting the name Healthcomp Evaluation Services Corporation for use in Florida. As a result, no registration fee is enclosed.

Please return all correspondence concerning this matter to the following:

Thomas M. Hartnett
Healthcomp Evaluation Services Corporation
7126 Beneva Road, Suite 200
Sarasota, FL 34238

Should you need to call someone concerning this matter, please call Thomas M. Hartnett at 941-925-2625. Thank you.

Sincerely,

Thomas M. Hartnett

Thomas M. Hartnett

Enclosures

FILED
99 MAR 15 AM 10:25
STATE OF FLORIDA
TALLAHASSEE



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 25, 1999

THOMAS M. HARTNETT, SECRETARY
HEALTHCOMP EVALUATION SERVICES CORP.
7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

SUBJECT: HEALTHCOMP EVALUATION SERVICES CORPORATION
Ref. Number: W99000004664

As we discussed on the phone this afternoon, there is no fee to adopt a name, but the \$70.00 filing fee for the application itself must be paid. I understand that you will be sending a check for this amount to my attention.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 199A00008602



SECRETARY'S CERTIFICATION OF ACTION
BY THE BOARD OF DIRECTORS OF
AFTON, INC.

February 22, 1999

To Whom It May Concern:

I, Thomas M. Hartnett, Secretary of Afton, Inc., a Tennessee corporation (the "Company"), hereby certify that the Board of Directors of the Company, at a meeting of the Board held on May 28, 1997, approved the use of the name Healthcomp Evaluation Services Corporation as an adopted name for the Company.

Respectfully submitted,

Thomas M. Hartnett
Secretary



March 10, 1999

Mr. Lee Rivers
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Healthcomp Evaluation Services Corporation; Reference
No. W99000004664

Dear Mr. Rivers:

Enclosed is our check number 97993 in the amount of \$70.00 in connection with the registration of Afton, Inc. (using the adopted name of Healthcomp Evaluation Services Corporation) as a foreign corporation.

Please forward the appropriate registration certificates at your earliest convenience. Thank you.

Very truly yours,


Thomas M. Hartnett

Enclosure

**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. HEALTH SCREENING SERVICES AFTON, 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. TENNESSEE 3. 62-1638139
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. MARCH 11, 1996 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. JANUARY 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238
(Current mailing address)
8. HEALTH SCREENING SERVICES
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: William T. Kirtley
Office Address: 2940 South Tamiami Trail
Sarasota, Florida, 34239
(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.

William T. Kirtley
(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: JOHN F. THOMAS

Address: 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

Director
Vice Chairman: MARTIN J. CLEGG

Address: 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

Director: JEFFREY H. LOWREY, MD

Address: 750 BRAY STATION ROAD
COLLIERVILLE, TN 38017

Director: THOMAS M. HARTNETT

Address: 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

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

President: JOHN F. THOMAS

Address: 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

Vice President: THOMAS M. HARTNETT

Address: 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

Secretary: KEITH M. FRED, EN.D.

Address: 7126 BENEVA ROAD, SUITE 200
SARASOTA, FL 34238

Treasurer:

Address:

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

13. Thomas M. Hartnett
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. THOMAS M. HARTNETT, VP
(Typed or printed name and capacity of person signing application)

FILED
99 MAR 15 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 01/20/1999
REQUEST NUMBER: 99020121
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 03/11/1996
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0308750
JURISDICTION: TENNESSEE

TO:
HEALTHCOMP EVALUATION SERVICES CORP.
AT: THOMAS HARTNETT
7126 BEVEVA RD S-200
SARASOTA, FL 34238

REQUESTED BY:
HEALTHCOMP EVALUATION SERVICES CORP.
AT: THOMAS HARTNETT
7126 BEVEVA RD S-200
SARASOTA, FL 34238

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"AFTON, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED
MAR 15 AM 10:25
TENN. SEC. OF STATE
NASHVILLE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 01/20/99

FROM:
AFTON, INC. (FL)
7126 BENEVA ROAD
SUITE 200
SARASOTA, FL 34321-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002416934
ACCOUNT NUMBER: 00302037



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE