

F99000003600



ACCOUNT NO. : 072100000032

REFERENCE : 230068 7115944

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pujols

ORDER DATE : May 5, 1999

ORDER TIME : 2:17 PM

ORDER NO. : 230068-010

CUSTOMER NO: 7115944

CUSTOMER: Ms. Cindy Bamforth
Law Offices Of Michael Stoller
9454 Wilshire Blvd
Suite 500
Beverly Hills, CA 90212

000002887830-4
-07/13/99-01085-001
***3365.00 ***3365.00

4000029303-4-2

FOREIGN FILINGS

NAME: NATIONAL SPINE INSTITUTE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 13 PM 1:24

XXXX QUALIFICATION (TYPE: CO)

W99-12344

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

ALI

RECEIVED
99 MAY 26 PM 3:30
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 26, 1999

CSC

SUBJECT: NATIONAL SPINE INSTITUTE, INC.
Ref. Number: W99000012344

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We have received your document for NATIONAL SPINE INSTITUTE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The document is illegible and not acceptable for imaging.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5865.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

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

Agnes Lunt
Document Specialist

Letter Number: 399A00029079

RESUBMIT

Please give original submission date as file date.

Please see enclosed letter.

RECEIVED
99 JUN 23 AM 10:43



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 24, 1999

CSC

SUBJECT: NATIONAL SPINE INSTITUTE, INC.
Ref. Number: W99000012344

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 13 PM 1:24

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The document is illegible and not acceptable for imaging.

I have sent a copy of your letter requesting that some of the penalty fees be waived to our general counsel for consideration.

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: 899A00033577

LAW OFFICES
MICHAEL T. STOLLER
A PROFESSIONAL CORPORATION

9454 WILSHIRE BOULEVARD
SUITE 500
BEVERLY HILLS, CALIFORNIA 90212
TELEPHONE: (310) 273-1333
TELECOPIER: (310) 273-3303

July 2, 1999

Gerard T. York, Esq.
Assistant General Counsel
Office of the General Counsel
LL-10
The Capitol
Tallahassee, Florida 32399-0250

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JUL 06 1999
Office of General Counsel
Department of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Re: National Spine Institute, Inc.

Dear Mr. York:

Per your letter to me received by facsimile on June 28, 1999, enclosed please find a check in the amount of \$3,365 made payable to the Department of State, Division of Corporations as payment in full for annual report fees and penalties assessed against National Spine Institute, Inc. It is my understanding that upon receipt of this check, you will instruct the Division of Corporations to issue National Spine Institute, Inc. a Certificate of Authority to transact business in Florida.

Thank you for your courtesy and cooperation in this regard.

Very truly yours,


MICHAEL T. STOLLER

MTS:caw
Encls.
cc: Steven C. Dupre, Esq.



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: July 6, 1999

RE: National Spine Institute, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1994 of \$865.00 and foreign non-qualified penalties for the same period of \$2500.00 assessed at the statutory minimum of \$500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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LAW OFFICES
MICHAEL T. STOLLER
A PROFESSIONAL CORPORATION

9454 WILSHIRE BOULEVARD
SUITE 500
BEVERLY HILLS, CALIFORNIA 90212
TELEPHONE: (310) 273-1333
TELECOPIER: (310) 273-3303

May 24, 1999

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Administrator and General Counsel

RECEIVED

JUN 25 1999

Office of General Counsel
Department of State

Re: National Spine Institute, Inc.

To Whom it May Concern:

We are hereby submitting, via Corporation Service Company, an "Application by Foreign Corporation for Authorization to Transact Business in Florida." Along with this application are a check for \$70.00 filing fees and a Certificate of Good Standing for Nevada.

We are requesting that this corporation be qualified in Florida back to the date it first conducted business in Florida, which was January 1, 1994. However, we are requesting that some of the penalty fees and costs be waived.

National Spine Institute, Inc. can only conduct business through a distribution agreement entered into with Vat-Tech Inc. Although National Spine Institute, Inc. first began conducting business in Florida in 1994, Vat-Tech Inc. terminated its distribution agreement as of July 3, 1996. National Spine Institute, Inc. has brought a lawsuit against Vat-Tech Inc., which is still currently pending final judgment. Thus, National Spine Institute did not conduct business in Florida from July 3, 1996 through the present.

We are therefore requesting that the penalty fees from July 1, 1996 through to present be waived. Attached are copies of letters terminating the distribution agreement to substantiate our argument. We look forward to hearing from you as soon as possible. Of course, should you have any further questions or if we may be of any further assistance in this matter, please do not hesitate to contact me.

Very truly yours,
Michael T. Stoller

MICHAEL T. STOLLER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 25 PM 1:24

Sharp & Smith, P.A.
ATTORNEYS-AT LAW

William M. Sharp, Sr.
Karen R. Smith

4830 W. Kennedy Blvd, Suite 745
Tampa, Florida 33609

Tel: (813) 286-4199

Fax: (813) 286-4197

E-mail: sharpsmith@earthlink.net

July 3, 1996

Via Telecopy and Certified Mail
Return Receipt Requested

JUL 08 1996

Michael T. Stoller, Esquire
9454 Wilshire Boulevard, Suite 500
Beverly Hills, California 90212

Re: Notice of Termination

Dear Mr. Stoller:

This letter constitutes formal notification from our client, Vat-Tech Inc. ("Vat-Tech") that National Spine Institute, Inc. ("NSI") has failed to cure the breaches set forth in Vat-Tech's Notice of Default dated June 12, 1996 within the cure period set forth in such Notice of Default. Accordingly, NSI's contract with Vat-Tech relating to the sale of VAX-D Therapy Tables is hereby terminated, effective immediately.

Please be advised that NSI is no longer authorized to solicit sales, market, promote, sell or lease VAX-D Therapy Tables, and NSI is no longer authorized to act on Vat-Tech's behalf in any capacity.

In addition, NSI is hereby instructed to immediately cease its use of all trademarks, tradenames and proprietary identifying information (whether registered or unregistered) relating to Vat-Tech or the VAX-D Therapy Table which are owned by Vat-Tech.

Sincerely,


Karen R. Smith

KRS/

cc: Dr. David S. Singer, President/National Spine Institute, Inc.
Dr. Allan E. Dyer, President/Vat-Tech Inc.

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DIVISION OF CORPORATIONS
99 JUL 13 PM 1:24

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. NATIONAL SPINE INSTITUTE, 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. NEVADA (State or country under the law of which it is incorporated.) 3. (FEI number, if applicable)

4. APRIL 14, 1992 (Date of incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 1, 1994 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2840 W BAY DRIVE #225
BELLAIR BLUFFS, FL 33770
(Current mailing address)

8. PROVIDE BREAK THROUGH MEDICAL TECHNOLOGY TO HEALTH CARE PROVIDERS
(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: CORPORATION SERVICE COMPANY

Office Address: 1201 HAYS STREET

TALLAHASSEE, Florida, 32301
(Zip code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 13 PM 1:24

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.

Karen E. Wehner
(Registered agent's signature)

Karen E. Wehner - Assistant Vice President

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: DR. DAVID SINGER

Address: 2840 W BAY DRIVE #225

BELLAIR BLUFFS FL 33770

Vice President: _____

Address: _____

Secretary: MARY BETH NABORS

Address: 2840 W BAY DRIVE #225

BELLAIR BLUFFS FL 33770

Treasurer: MARY BETH NABORS

Address: 2840 W BAY DRIVE #225

BELLAIR BLUFFS FL 33770

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

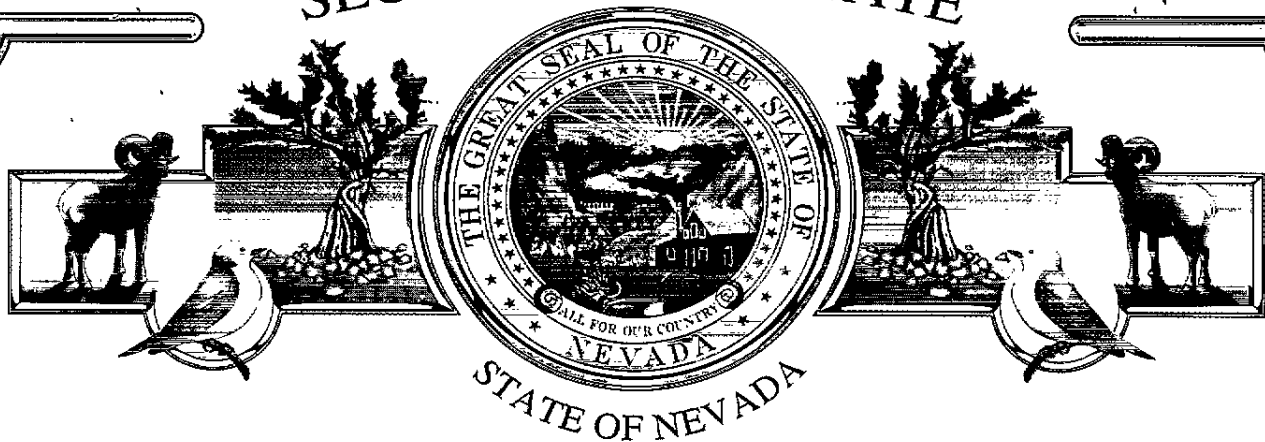
13. Mary Beth Nabors
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARY BETH NABORS, SECRETARY AND TREASURER

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 13 PM 1:24

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NATIONAL SPINE INSTITUTE, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 14, 1992, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on May 14, 1999.



Dean Heller
Secretary of State

By *Sacqueline Wray*
Certification Clerk

99 JUL 13 PM 1:21

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SECRETARY OF STATE
DIVISION OF CORPORATIONS