

Document Number Only

# F99000005921

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

300003029369--1

-10/29/99--01064--015

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

CORPORATION(S) NAME

MedQuist Transcriptions, Ltd., Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 OCT 29 AM 10:14

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

Name \_\_\_\_\_  
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Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

10/29/99

W99-25018

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hsk

11/15/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 29, 1999

CT CORPORATION  
ATTN: JEFF NETHERTON

SUBJECT: MEDQUIST TRANSCRIPTIONS, LTD., INC.  
Ref. Number: W99000025018

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 29 AM 10:14

We have received your document for MEDQUIST TRANSCRIPTIONS, LTD., INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that MEDQUIST TRANSCRIPTIONS, LTD., INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1972, as the initial date of transacting business in the State of Florida.

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 \$25,766.25.

If you have any questions concerning the filing of your document, please call (850) 487-6917.

Gretchen Harvey  
Document Specialist Supervisor

Letter Number: 699A00052118

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TALLAHASSEE, FLORIDA

*Please back-date*

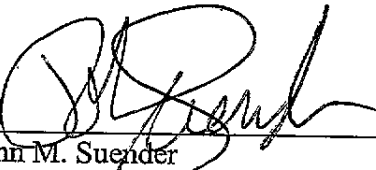
*[Handwritten signature]*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 29 AM 10: 14

AFFIDAVIT  
OF  
MEDQUIST TRANSCRIPTIONS, LTD.

MedQuist Transcriptions, Ltd. has not transacted business in the State of Florida pursuant to Section 607.1501.

By: \_\_\_\_\_

  
John M. Suender  
Sr. Vice President, Secretary and  
General Counsel

Dated: October 28, 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.

FILED STATE  
SECRETARY OF CORPORATIONS  
99 08 29 AM 10:14

1. Medquist Transcriptions, Ltd., 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. New Jersey

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

3. 22-1850433

(FEI number, if applicable)

4. October 8, 1965

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

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

7. Five Greentree Centre, Suite 311 Marlton, New Jersey 08053

(Current mailing address)

To engage in and to do any lawful act concerning any and all lawful business for which corporation may be organized, including without

8. limitation, medical transcription 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: Carol Coyle

Office Address: 700 West Hillsboro Blvd. Suite 2-106

Deerfield Beach, Florida, 33441

(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.*

Carol Coyle

(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: David A. Cohen

Address: Five Greentree Centre, Suite 311

Marlton, NJ 08053

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

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

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

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

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

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

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

President: John A. Donohoe, Jr. President & Chief Operating Officer

Address: Five Greentree Centre, Suite 311, Marlton, NJ 08053

Vice President: Bruce Van Fossen Vice President, Asst. Treasurer & Asst. Secretary

Address: Five Greentree Centre, Suite 311, Marlton, NJ 08053

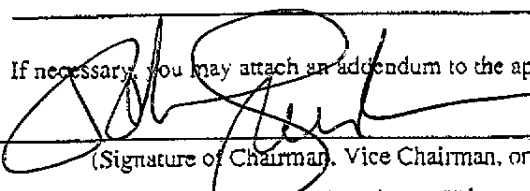
Secretary: John M. Suender Senior Vice President & Secretary

Address: Five Greentree Centre, Suite 311, Marlton, NJ 08053

Treasurer: John R. Emery Senior Vice President & Treasurer

Address: Five Greentree Centre, Suite 311, Marlton, NJ 08053

**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. John M. Suender, Senior Vice President & Secretary  
(Typed or printed name and capacity of person signing application)

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

**MEDQUIST TRANSCRIPTIONS, LTD.**

*With the Previous or Alternate Name*  
**TRANSCRIPTIONS, LTD.**

99 OCT 29 - AM 10  
BIRMINGHAM  
STATE

*I, the Treasurer of the State of New Jersey,  
do hereby certify that the above-named  
New Jersey Domestic Profit Corporation was  
registered by this office on October 8, 1965.*

*As of the date of this certificate, said business  
continues as an active business in good standing  
in the State of New Jersey, and its Annual Reports  
are current.*

*I further certify that the registered agent and  
registered office are:*

Medquist Inc  
5 Greentree Centre  
Suite 311  
Marlton, NJ 08053

*Continued on next page . . .*

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

MEDQUIST TRANSCRIPTIONS, LTD.

With the Previous or Alternate Name  
TRANSCRIPTIONS, LTD.

SECTION OF COMPTROLLER  
DIVISION OF COMPTROLLER  
99 OCT 29 AM 10:14



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
25th day of October, 1999

*Roland M Machold*

Roland M Machold  
Treasurer