

# F99000006255

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Care for Me, Inc.  
(Name of corporation - must include suffix)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 21 PM 2:38

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:

Gary C. Matzner  
(Name of Person)  
(Firm/Company)  
2601 South Bayshore Drive, Suite 1146  
(Address)  
Miami, FL 33133  
(City/State/Zip)

800003021478-9  
-10/21/99-01095-004  
\*\*\*\*87.50 \*\*\*\*87.50

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

Gary C. Matzner at ( 305 ) 250-4660  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

5

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

W99-24789  
B/K B/K  
12/3/99



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 27, 1999

GARY C. MATZNER  
2601 SOUTH BAYSHORE DRIVE  
SUITE 1146  
MAIMI, FL 33133

SUBJECT: CARE FOR ME, INC.  
Ref. Number: W99000024789

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 21 PM 2:38  
CARWA -  
CSC NEEDS TO  
SIGN AS REG. AGENT  
& PLEASE FILE  
ASAP.  
THANK YOU,  
ANA

We have received your document for CARE FOR ME, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

305-388-  
6598

The registered agent must sign accepting the designation.

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) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 599A00051675

→ you should be holding the  
need GS + CC.

**RESUBMIT**

Please give original  
submission date as file

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 DEC -3 PM 12:17

RECEIVED

**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  
DIVISION OF CORPORATIONS  
99 OCT 21 PM 2:38

1. Care for Me, 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. 65-0949431  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 2, 1999 5. Perpetual  
(Date of incorporation) (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. 2601 South Bayshore Drive, Suite 1146, Miami, FL 33133  
(Current mailing address)

8. Healthcare Compliance Company  
(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)

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.*

By: Lynette Coleman Lynette Coleman  
Corporation Service Company as its 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)

(See Subsequent Page)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Director - Robert B. Mondshine, M.D., 134 Bal Bay Drive, Bal Harbor, FL 33154

Director - Gary C. Matzner, 2601 South Bayshore Drive, Suite 1146, Miami, FL 33133

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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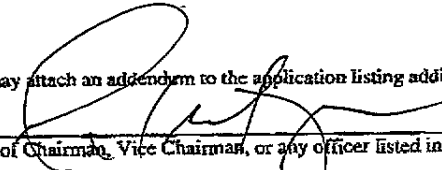
**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President - Robert B. Mondshine, M.D., 134 Bal Bay Drive, Bal Harbor, FL 33154

Vice President - Gary C. Matzner, 2601 South Bayshore Drive, Suite 1146, Miami, FL 33133

Secretary/Treasurer - Gary C. Matzner, 2601 South Bayshore Drive, Suite 1146, Miami, FL 33133

**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. Gary C. Matzner, Vice President  
(Typed or printed name and capacity of person signing application)

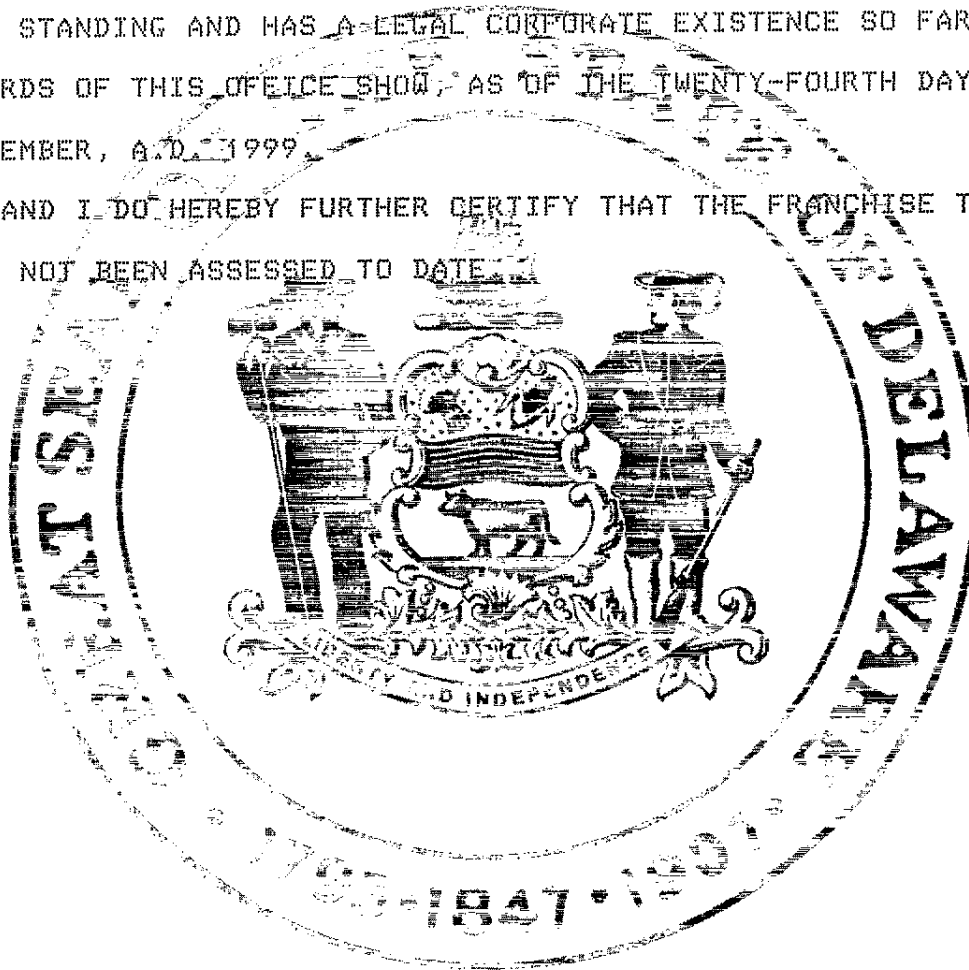
State of Delaware  
Office of the Secretary of State

PAGE 1

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARE FOR ME, 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 TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

3077385 8300

991402702

AUTHENTICATION: 9990511

DATE: 09-24-99