

JAN 16 2014



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December 23, 2013

VIA FEDEX (850) 245-6051

Florida Department of State
Division of Corporations – Amendment & Registration Sections
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Progressive Medical, Inc.

Dear Sir/Madam:

Progressive Medical, Inc., an Ohio corporation, has converted to become an Ohio limited liability company. Enclosed for filing are the following documents to update the qualification records of Progressive Medical in Florida:

1. Duplicate originals of an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for Progressive Medical, Inc.
2. Duplicate originals of an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for Progressive Medical, LLC together with a Certificate of Designation of Registered Agent/Registered Office
3. A Certificate of Status for Progressive Medical, LLC from the Ohio Secretary of State.
4. A check in the amount of \$160.00 to cover the following filing fees:
 - a. \$35 for the Withdrawal Filing
 - b. \$125 for the Application for Authorization and Certificate of Designation

Florida Department of State

December 23, 2013

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Once these documents have been filed, please arrange to have evidence of the filings returned to me using the envelope provided. Should you require anything further, please feel free to call me toll-free at (877) 455-2900. Thank you for your assistance.

Very truly yours,

GODFREY & KAHN, S.C.



Janell Bohn

Paralegal

JMSB

Enclosures

cc: Julia Jensen (w/enclosures via email julia.jensen@stoneriver.com)
John Bencivenga (w/enclosures via email john.bencivenga@pmsionline.com)
Debra S. Koenig (w/enclosures via email dskoenig@gklaw.com)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Progressive Medical, LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Janell Bohn, Paralegal

Name of Person

Godfrey & Kahn, S.C.

Firm/Company

780 North Water Street

Address

Milwaukee, WI 53202

City/State and Zip Code

jbencivenga@pmsionline.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Janell Bohn, Paralegal at (414) 273-3500

Name of Person

Area Code & Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Progressive Medical, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Ohio

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 31-1192384

(FEI number, if applicable)

4. 12/17/1986

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 250 Progressive Way

Westerville, OH 43082

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Henry Mannix III, 320 Park Avenue, 24th Floor, New York, NY 10036

Nicolas D. Zerbib, 20 Horseneck Lane, Greenwich, CT 06830

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Pharmacy benefits manager and provider of ancillary health care services for workers' compensation and auto no-fault claims.

Julia A. Jensen
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Julia A. Jensen, Secretary

Typed or printed name of signee

FILED
2013 DEC 26 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Progressive Medical, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

Florida Street Address (P.O. Box NOT ACCEPTABLE)

TALLAHASSEE

FL

32301-2525

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

CORPORATION SERVICE COMPANY

By Connie Wood
(Signature)

Connie J. Wood, Assistant Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

FILED
2013 DEC 26 PM 3:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show ARTICLES OF INCORPORATION for PROGRESSIVE MEDICAL SUPPLIES, INC., an Ohio Corporation, Charter No. 690786, filed in this office on December 17, 1986; CERTIFICATE OF AMENDMENT changing its corporate title to PROGRESSIVE MEDICAL, INC., filed in this office on May 05, 1995; CERTIFICATE OF AMENDMENT changing its business location to Westerville, county of Franklin, filed in this office on December 03, 1999; CERTIFICATE OF MERGER of STIM SOLUTIONS, LLC, an Ohio For Profit Limited Liability Company, Registration No. 1789711, registered on June 24, 2008 into PROGRESSIVE MEDICAL, INC., the survivor of said MERGER, an Ohio Corporation, Charter No. 690786, filed in this office on August 09, 2012; CERTIFICATE OF MERGER of SCRIPTWISE, LLC, an Ohio Limited Liability Company, Registration No. 1411906, registered on September 16, 2003 into PROGRESSIVE MEDICAL, INC., the survivor of said MERGER, an Ohio Corporation, Charter No. 690786, filed in this office on August 09, 2012; CERTIFICATE OF MERGER of WISE-RX, LTD., an Ohio Limited Liability Company, Registration No. 1513363, registered on January 20, 2005 into PROGRESSIVE MEDICAL, INC., the survivor of said MERGER, an Ohio Corporation, Charter No. 690786, filed in this office on August 09, 2012; CERTIFICATE OF CONVERSION to PROGRESSIVE MEDICAL, LLC, an Ohio FOR-PROFIT LIMITED LIABILITY COMPANY, was filed on October 21, 2013 and was effective on October 22, 2013. THE

FOREGOING STATEMENT CONSTITUTES A COMPLETE LIST OF ALL CHARTER DOCUMENTS ON FILE WITH THIS OFFICE. Said business entity, PROGRESSIVE MEDICAL, LLC, an Ohio FOR PROFIT LIMITED LIABILITY COMPANY, Registration No. 690786, was filed on December 17, 1986, and is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 22nd day of October, A.D. 2013.*

Jon Husted

Ohio Secretary of State