

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

**WALK IN**

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Foreign qualification

1.) PediaNet, LLC  
(CORPORATE NAME & DOCUMENT #)

300002219523--1  
-06/23/97--01061--001  
\*\*\*\*145.00 \*\*\*\*145.00

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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9.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

10.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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Name Availability	<u>OK 6-20</u>
Document Examiner	<u>[Signature]</u>
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Acknowledgement	<u>[Signature]</u>
W. P. Verifier	<u>[Signature]</u>

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-06/23/97--01061--002  
\*\*\*\*140.00 \*\*\*\*140.00

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97 JUN 20 11 10 53  
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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

1. PediaNet, LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation  
"L.C." if not so contained in the name at present.)

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

3. 62-1649090  
(FEI number, if applicable)

4. 8/2/96 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist  
or "perpetual")

6. will be qualified but do not currently transact business in Florida  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 310 25th Avenue North  
Nashville, TN 37203  
(Street address of principal office)

8. Name(s) and business address(es) of managing member(s) or manager(s) who will  
manage the foreign limited liability company in Florida: (attach additional page if necessary)

John T. Netterville, M.D. MGRM  
310 25th Avenue North  
Nashville, TN 37203

Deborah M. Clarke MGRM  
310 25th Avenue North  
Nashville, TN 37203

57 JUN 29 PM 4:02  
SECRETARY OF STATE  
OFFICE OF CORPORATIONS



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of PediaNet, LLC

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 1,025,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 1,025,000.00 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED  
CLERK OF STATE  
CORPORATIONS  
07 JUN 20 PM 4:02

**Filing Fee: \$ 52.50 for Affidavit**



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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PediaNet, LLC

2. The name and address of the registered agent and office is:

NRAI Services, Inc.

(Name)

526 E. Park Avenue

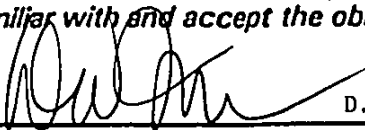
(P.O. Box ~~not~~ acceptable)

Tallahassee, FL 32301

(City/State/Zip)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 20 PM 4:02

*Having been named as registered agent and to accept service of process for the above stated corporation 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.*



D. W. Junker

(Signature)

6/19/97

(Date)

Authorized Representative of NRAI Services, Inc.

**Filing Fee: \$ 35 for Designation of Registered Agent**



**Secretary of State**

**Corporations Section**

**James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 06/17/1997  
REQUEST NUMBER: 97168028  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 08/02/1996  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0316047  
JURISDICTION: TENNESSEE

TO:  
BAKER DONELSON BEARMAN & CALDWELL  
CAROLINE JONES  
511 UNION STREET  
NASHVILLE, TN 37219

REQUESTED BY:  
BAKER DONELSON BEARMAN & CALDWELL  
CAROLINE JONES  
511 UNION STREET  
NASHVILLE, TN 37219

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

-----  
"PEDIANET, LLC"  
-----

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF  
FORMATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

-----  
FOR: REQUEST FOR CERTIFICATE

ON DATE: 06/17/97

RECEIVED: FEES \$10.00 \$0.00

TOTAL PAYMENT RECEIVED: \$10.00

FROM:  
BAKER DONELSON BEARMAN ETC (NASHVILLE)  
511 UNION ST  
SUITE 1700  
NASHVILLE, TN 37219-0000

RECEIPT NUMBER: 00002146963  
ACCOUNT NUMBER: 00208389



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE