

m98000001450

3PA

Third Party Administrators, LLC

P. O. Box 54327

New Orleans, Louisiana 70154-4327

Ph: 504-737-0804 Fax: 504-737-0806

December 3, 1998

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

500002704225--3
-12/07/98--01044--001
***293.75 ***293.75

Secretary of State:

Enclosed you will find a check in the amount of \$293.75. This amount includes any and all necessary fees in order to become a registered foreign limited liability company to transact business in the state of Florida. The breakdown of the fees includes:

- (1) \$250.00 - Filing fee for application and affidavit
- (2) \$35.00 - Designation of registered agent
- (3) \$8.75 - Certificate of status

Please forward the Florida Certificate of Status to 3PA at your earliest convenience.

Very Truly Yours,

98 DEC -7 PM 3:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Matt Kittok

Name	Matt Kittok
Availability	Member/ Organizer for 3PA-Third Party Administrators, LLC
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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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. 3 PA Third Party Administrators, 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. Louisiana 3. 72-1415656
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 4-15-98 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1321 Hickory Avenue Suite 202
Harahan, LA 70123
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Matthew Kittok</u>	<u>MGRM</u>	_____	_____
<u>3629 Ridgelake #19</u>		_____	
<u>Met, LA 70002</u>		_____	
<u>Veronica Kittok</u>	<u>MGRM</u>	_____	_____
<u>3629 Ridgelake #19</u>		_____	
<u>Met, LA 70002</u>		_____	
<u>Alise W. Vincent</u>	<u>MGR</u>	_____	_____
<u>447 Hesper Ave.</u>		_____	
<u>Met, LA 70005</u>		_____	

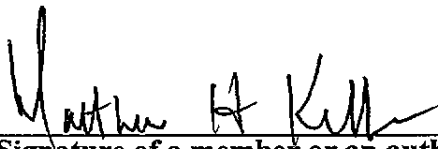
9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language,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

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 98 DEC -7 PM 3:00
 FILED

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

The undersigned member or authorized representative of a member of 3PA, Third
Party Administrators, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1000.00.
(This total includes amounts from 2 and 3 above.)



Signature of a member or an 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.)

98 DEC -7 PM 3:00
FILED
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

Matthew H. Kittok

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: 3PA, Third Party
Administrators, LLC

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

C T CORPORATION SYSTEM
(Name)

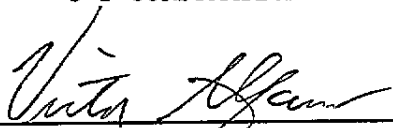
c/o C T CORPORATION, 1200 South Pine Island Road,
(P.O. Box not acceptable)

Plantation, Florida 33324
(City/State/Zip)

FILED
98 DEC -7 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

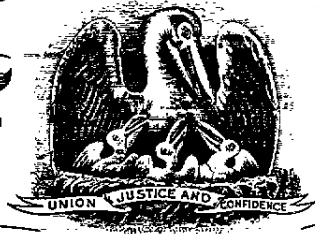
C T CORPORATION SYSTEM


(Signature)

December 1, 1998
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

UNITED STATES OF AMERICA
State of Louisiana



Jox McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
the Articles of Organization of

3PA - THIRD PARTY ADMINISTRATORS, LLC

Domiciled at HARAHAN, LOUISIANA,

Were filed in this Office and a Certificate of Organization
was issued on April 15, 1998,

I further certify that no Certificate of Dissolution
has been issued.

98 DEC -7 PM 3:00
SECRETARY OF STATE
TAMMUNASSEE, FLORIDA

FILED

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

November 30, 1998

Jox McKeithen

RAS 34626001K

Secretary of State

