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FILED

98 DEC 28 PM 3:10

SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 077612 4332362

AUTHORIZATION : *Patricia Pizzi*

COST LIMIT : \$ 285.00

ORDER DATE : December 23, 1998

ORDER TIME : 11:27 AM

ORDER NO. : 077612-010

700002723397--5

CUSTOMER NO: 4332362

CUSTOMER: Judy A. Kundert, Legal Asst
Brownstein Hyatt Farber &
410 17th Street, 22nd Floor
Denver, CO 80202

-name not avaiil.
- need rec'd.
- address

FOREIGN FILINGS

NAME: CAMBER COMPANIES FLORIDA LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

Name
Availability

Document
Examiner
CONTACT PERSON:

Christopher Smith

U. S. Mailer
Updator

Verifier
Acknowledge. Agent

W. P. Verifier

RECEIVED
98 DEC 28 PM 12:14

\$285.00



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 28, 1998

CSC

TALLAHASSEE, FL

SUBJECT: CAMBER COMPANIES FLORIDA, LLC
Ref. Number: W98000028954

RESUBMIT

Please give original
submission date as file date.

We have received your document for CAMBER COMPANIES FLORIDA, LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

Please complete #7 of the application form.

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) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 898A00060638

11/30/86
55 9 18 330 86
CERULEAN

**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. Camber Companies Southeast, LLC

(Name of foreign limited liability company)

2. DELAWARE

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

4. DECEMBER 16, 1998

(Date of Organization)

3. APPLIED FOR

(FEI number, if applicable)

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SECRETARY OF STATE
DEPARTMENT OF
FLORIDA5. PERPETUAL

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

6. DECEMBER 18, 1998

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 1931 West Dr. Martin Luther King Drive, Suite ATampa, Florida 33607

(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:**A. BRUCE CAMPBELL, M.D.MGRc/o First Health Associate302 west Main Street, SuitAvon, CT 06001

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

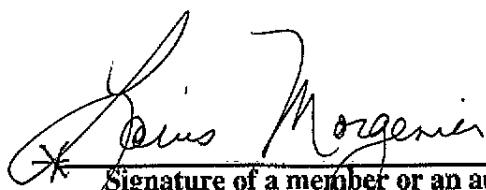
The undersigned member or authorized representative of a member of

Camber Companies Southeast 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 \$ 100 ;3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____ ;
(A description of the property is attached and made a part hereof.)

and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 100 .
(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.)LOUIS MORGANIER

Typed or printed name of signee

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TALLAHASSEE, FLORIDA
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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Camber Companies Southeast LLC

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

City/State/Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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.

By: Adricia Moore, Asst. Secy
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAMBER COMPANIES SOUTHEAST, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF DECEMBER, A.D.

1998.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2980572 8300

DATE: 9496775

42-70-99