

31739

CONSECO SERVICES L.L.C.  
11825 N. Pennsylvania Street  
P.O. Box 1911  
Carmel, Indiana 46032



August 27, 1999

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-08/31/99--01079--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: Performance Matters Associates, Inc. ("PMA")

Dear Sir or Madam:

Pursuant to the name change of PMA from TLC National Marketing Company of Delaware, Inc., enclosed for filing is an original and one copy of an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida along with a check in the amount of \$35.00. Also enclosed is a Certificate of Fact issued from the Delaware Secretary of State.

Please date-stamp the enclosed copy of this letter and the copy of the Application to indicate your receipt of this request and return the copies in the stamped, self-addressed envelope provided. Should you have any questions concerning this filing, please contact the undersigned at 317-817-6681. Thank you for your time and assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "K. K. Lehman", with a long horizontal flourish extending to the right.

Kristi K. Lehman  
Corporate Paralegal  
Enc

FILED  
99 OCT 14 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten initials and date: "N. K. 9/15"



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 10, 1999

KRISTI LEHMAN, CORPORATE PARALEGAL  
CONESCO SERVICES, L.L.C.  
PO BOX 1911  
CARMEL, IN 46032

SUBJECT: TLC NATIONAL MARKETING COMPANY OF DELAWARE, INC.  
Ref. Number: P31739

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the **complete document**, including the electronic filing cover sheet.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 099A00044854



CONSECO.

CONSECO SERVICES L.L.C.  
11525 N. Pennsylvania Street  
P.O. Box 1011  
Carmel, Indiana 46032

August 27, 1999

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: Performance Matters Associates, Inc. ("PMA")

Dear Sir or Madam:

Pursuant to the name change of PMA from TLC National Marketing Company of Delaware, Inc., enclosed for filing is an original and one copy of an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida along with a check in the amount of \$35.00. Also enclosed is a Certificate of Fact issued from the Delaware Secretary of State.

Please date-stamp the enclosed copy of this letter and the copy of the Application to indicate your receipt of this request and return the copies in the stamped, self-addressed envelope provided. Should you have any questions concerning this filing, please contact the undersigned at 317-817-6681. Thank you for your time and assistance.

Sincerely,

Kristi K. Lehman  
Corporate Paralegal  
Enc



CONSECO.

CONSECO SERVICES L.L.C.  
11825 N. Pennsylvania Street  
P.O. Box 1911  
Carmel, Indiana 46032

October 6, 1999

Karen Gibson  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: Performance Matters Associates, Inc. ("PMA")

Dear Ms. Gibson:

On behalf of PMA, enclosed for filing is the resubmitted Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida along with a Certificate of Fact evidencing the name changed from TLC National Marketing Company of Delaware, Inc. issued from the Delaware Secretary of State. Also enclosed are copies of your letter dated September 10, 1999 and my original filing letter dated August 27, 1999 to reference this filing.

Please date-stamp the enclosed copy of this letter and the copy of the Application to indicate your receipt of this request and return the copies in the stamped, self-addressed envelope provided. Should you have any questions concerning this filing, please contact the undersigned at 317-817-6681. I do apologize for any inconvenience. Thank you for your time and assistance.

Sincerely,


Kristi K. Lehman  
Corporate Paralegal  
Enc

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

1. TLC National Marketing Company of Delaware, Inc.  
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. November 6, 1990  
Incorporated under laws of Date authorized to do business in Florida

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 30, 1999
5. Performance Matters Associates, Inc.  
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.  
N/A  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
N/A  
New Jurisdiction
-  8/27/99  
Signature Date
- Michael A. Colliflower Senior Vice President  
Typed or printed name Title

**FILED**  
99 OCT 14 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "TLC NATIONAL MARKETING COMPANY OF DELAWARE, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PERFORMANCE MATTERS ASSOCIATES, INC.", THE TWENTY-NINTH DAY OF JULY, A.D. 1999, AT 1:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2195043 8320

AUTHENTICATION: 9973852

991387993

DATE: 09-17-99