



P40412

**Beech Street Corporation**

The Managed Care Company

400002884434--4  
-05/24/99--01124--001  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

May 10, 1999

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Merger between CAPP CARE, INC., a California Corporation, and Beech Street Corporation, a Georgia Corporation

To Whom It May Concern:

Beech Street Corporation, a Georgia corporation, recently merged with and into CAPP CARE, INC., a California corporation. CAPP CARE, INC., the surviving entity, has changed its name to Beech Street Corporation. The ownership, officers, and composition of the Board of Directors have also changed. CAPP CARE's existing Federal Employer Identification Number, 95-3778850, will continue to be used for Beech Street Corporation, the California corporation.

Enclosed is a certified copy of the Agreement of Merger and a Certificate of Filing (Merger and Name Change) from the California Secretary of State's office. Also enclosed is a check for \$70, \$35 for the merging corporation and \$35 for the surviving corporation. Please contact me directly if you have any questions or if additional information is required in order to update your records to reflect this transaction. My telephone number is 949/224-3652.

Sincerely,

Ann Loveless  
Director of Regulatory Compliance

Enclosures: Certified Copy of Agreement of Merger  
Certificate of Filing (Merger & Name Change)

FILED  
99 JUN 10 AM 11:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. LEWIS JUN 10 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 1, 1999

ANN LOVELESS  
BEECH STREET CORPORATION  
173 TECHNOLOGY  
IRVINE, CA 92618

SUBJECT: BEECH STREET MANAGED CARE CORPORATION  
Ref. Number: P40412

We have received your document for BEECH STREET MANAGED CARE CORPORATION and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Chapters 607 and 617, Florida Statutes, do not provide for the filing of Articles of Merger between two foreign corporations. Therefore, a withdrawal application should be filed for any foreign corporation which is no longer transacting business in Florida due to a merger. See the attached for fee information.

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change ~~and a fee of \$100.00~~.

The \$70 previously sent will be applied to the filing fee when the documents are returned.

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) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 499A00029802

*-enclosed for  
6/1/99  
-enclosed  
as  
6/1/99*

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

FILED  
JUN 10 AM 11:35  
TREASURY OF FLORIDA  
TALLAHASSEE, FLORIDA

Beech Street Corporation dba Beech Street Managed Care Corporation  
(Name of Corporation)

State of Georgia  
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.


This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

173 Technology Drive  
(Mailing Address)

Irvine, California 92618  
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature

Executive Vice President, Finance  
Title

Norman H. Werthwein  
Typed or printed name

June 8, 1999  
Date