

F95000003579

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

6000001528578
-06/30/95--D10 F1--002
*****70.00 *****70.00

SUBJECT: Achlova Healthcare Information Systems Corp.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Rita A. Wrobel
(Name of Person)
Health Quest Group
(Firm/Company)
315 W. Jefferson Blvd.
(Address)
South Bend, IN 46601
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Rita A. Wrobel at (219) 236 - 4000
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 AM 10:56
*7/25



FLORIDA DEPARTMENT OF STATE

July 3, 1995

Sandra B. Mortham
Secretary of State

RITA A. WROBEL
315 W. JEFFERSON BLVD.
ACHIEVE HEALTHCARE INFORMATION SYSTEMS
SOUTH BEND, IN 46601

SUBJECT: ACHIEVE HEALTHCARE INFORMATION SYSTEMS CORP.
Ref. Number: W95000013404

We have received your document for ACHIEVE HEALTHCARE INFORMATION SYSTEMS CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 095A00032288

HEALTH QUEST

GROUP



July 12, 1995

315 West Jefferson Boulevard
South Bend, Indiana 46001-1500
Business: 219-238-4000
Fax: 219-232-5123

Michael Mays
Document Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Achieve Healthcare Information Systems Corp., Ref. No.: W95000013404

Dear Mr. Mays:

We are in receipt of your letter of July 3, 1995 notifying us of annual report and penalty fees due your office in the amount of \$700.00.

Achieve is incorporated in the State of Minnesota. It is involved in the development of computer software and information systems for nursing homes and other health care providers. We do not maintain any office building in the state of Florida for business purposes. According to Florida Statute 607.1501(2)(f), we should be exempt from any penalties. This section indicates that orders requiring acceptance outside the State of Florida before they become contracts does not constitute transacting business. All orders do require acceptance outside the state of Florida. The reason we are applying for authorization to transact business in Florida is for tax purposes only. Also, we do not believe we did any business in Florida in 1994. Therefore, we feel we should not be required to pay any penalties.

With this letter, I am returning our paperwork for filing our application for certification to do business in the State of Florida. Please have paperwork file-marked and return a file-marked copy to me in the self-addressed envelope enclosed for that purpose.

If you have any questions, or wish to respond to this letter, please either contact me at the phone number listed above, or you may contact me by mail at the address above.

Thanks for your consideration in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Rita A. Wrobel".

Rita A. Wrobel
Legal Department

c:\mays.ltr



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 17, 1995

RITA A. WROBEL
315 W. JEFFERSON BLVD.
SOUTH BEND, IN 46601

SUBJECT: ACHIEVE HEALTHCARE INFORMATION SYSTEMS CORP.
Ref. Number: W95000013404

We have received your document for ACHIEVE HEALTHCARE INFORMATION SYSTEMS CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

I recieved your letter considering the exemptions of Florida Satutes 607. 1501(2)(F), and it appears your are exempt. The reason the document is being returned is a sworn affidavit would need to be completed; so therefore I have enclosed one for your convenience.

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 (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 295A00034063

AFFIDAVIT

On this day personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgements Charles M. Loeser (Officer name)

who after having first been duly sworn, upon oath deposes and says as follows:

1. I am Secretary of Achieve Healthcare Information Systems Corp. (capacity) (corporation name)

a corporation organized under the laws of Minnesota (state/country)

2. The "Application by Foreign Corporation for Authorization to Transact Business in Florida", submitted to the Florida Department of State, contained erroneous information.

3. Achieve Healthcare Information Systems Corp has not transacted business in (corporation name) the State of Florida. The date of 1994, as stated in section six (6) of its (erroneous date) application is erroneous. The previous activities conducted within the State of Florida by said corporation did not constitute the transaction of business pursuant to section 607.1501, Florida Statutes.

4. The correct date the corporation shall begin conducting its affairs in Florida shall be upon qualification by the Florida Department of State.

Charles M. Loeser

AFFIANT/OFFICER

Charles M. Loeser, Secretary

On this 19th day of July, 19 95, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

My Commission Expires: 7/8/99

Rita A. Wrobel
Notary Public Signature

Rita A. Wrobel

Notary's Printed Name

Seal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 25 AM 10:56

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Achive Healthcare Information Systems Corp.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Minnesota 3. 41-1773490
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/4/94 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1994
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. Norman Center I Building, 5501 Green Valley Drive, Suite 200
Bloomington, MN 55437
(Current mailing address)

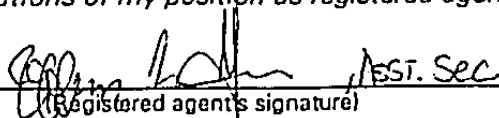
8. To develop computer software and information systems for nursing homes and other health
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) care provi-

9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: 1200 Pine Island Road
Plantation, Florida, 33124
(Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.*


(Registered agent's signature) Asst. Sec

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to
delivery of this application to the Department of State, by the Secretary of State or other official
having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 AM 11:05

12. Names and addresses of officers and/or directors: (See attached list.)

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Charles M. Loeser*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles M. Loeser, Secretary
(Typed or printed name and capacity of person signing application)

YEAR: 1995

SHAREHOLDER	TITLE	SHARES OF STOCK	SOCIAL SECURITY NUMBER
Lawrence H. Garatoni 315 W. Jefferson Boulevard South Bend, IN 46601	Chief Executive Officer Director President	6585	309-36-4918
Joseph D. Mooney 7625 Parklawn Avenue Minneapolis, MN 55435	None	1940	142-28-3964
Richard B. Brozo 7625 Parklawn Avenue Minneapolis, MN 55435	None	620	136-38-3166
Anthony Wright 315 W. Jefferson Boulevard South Bend, IN 46601	Director	175	457-90-0749
Charles M. Loeser 315 W. Jefferson Boulevard South Bend, IN 46601	Secretary	90	213-62-1202
Mary M. Hunt 315 W. Jefferson Boulevard South Bend, IN 46601	Treasurer	90	372-70-9450

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

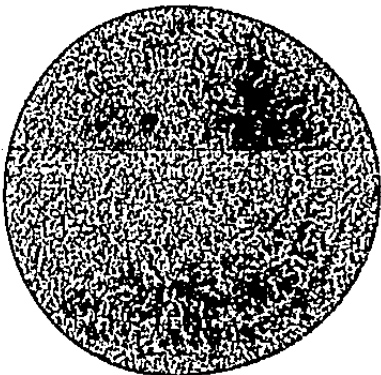
I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Achieve Healthcare Information Systems Corp.

Date Formed: 03/04/1994

Chapter Governed By: 302A

This certificate has been issued on 06/20/95.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 AM 10:56

Joan Anderson Growe
Secretary of State.

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPROVED

FILED

96 OCT -9 AM 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-10/17/96--01076--006

****375.00 ****375.00

REINSTATEMENT 26

DO NOT WRITE IN THIS SPACE

7/25/95

4 Date Incorporated or Qualified To Do Business in Florida

5 FEI Number

41-1773490

Applied For

Not Applicable

6 CERTIFICATE OF STATUS DESIRED

\$8.75 Additional Fee required for a Certificate of Status

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F95000003579

1 Corporation Name

Achieve Healthcare Information Systems Corp

Principal Place of Business

Mailing Address

5501 Green Valley Drive
Suite 200
Bloomington, MN 55437

315 W. Jefferson Blvd
South Bend, IN 46601

If above addresses are incorrect in any way, line through incorrect information and enter correction below

2 New Principal Office Address, if Applicable

3 New Mailing Address, if Applicable

State, Apt. #, etc

State, Apt. #, etc

City & State

City & State

Zip

Country

Zip

Country

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
D/CEO	Lawrence H. Goratoni	315 W Jefferson Blvd	South Bend, IN 46601
D	Anthony Wright	315 W Jefferson Blvd	South Bend, IN 46601
S	Charles M. Loesen	315 W Jefferson Blvd	South Bend, IN 46601
T	Mary M. Hunt	315 W Jefferson Blvd	South Bend, IN 46601
P	Thomas Morrissey	5501 Green Valley Drive, Suite 200 Bloomington, MN 55437	
D	Joseph D. Mooney	1625 Parklawn Avenue	Minneapolis, MN 55435

8. Name and Address of Current Registered Agent

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

9. Name and Address of New Registered Agent

Name _____
Street Address (P.O. Box Number is Not Acceptable) 152601/17
Suite, Apt. #, Etc. _____
City _____ State FL Zip Code _____

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

[Signature]
REGISTERED AGENT MUST SIGN

Date 9/16/96

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No

(See other side for information on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director of the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/27/96

Date

214-230-4000

Daytime Phone #

CR2040 (12/95)

F95000003579



July 25, 1997

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-07/28/97--01100--017
*****70.00 *****95.00

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Achieve Healthcare Information Systems Corporation
AHIS-Maryland, Inc.

Dear Sir/Madam:

Enclosed please find our applications of withdrawal for the two above-referenced companies. These two companies have merged into Achieve Software Corporation. A separate application for authority to do business in the state of Florida is being submitted to the division of corporations.

We would appreciate receiving a file-marked copy back.

If you have any further questions, please contact me.

Sincerely,

Rita A. Wrobel

Rita A. Wrobel
Legal Department

Enc.

rw

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97 JUL 28 PM 12: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*See
8/5*

withdrawal

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

Achieve Healthcare Information Systems Corp.
(Name of Corporation)

Minnesota
(Incorporated Under Laws Of)

97 JUL 28 PM 12:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

315 W. Jefferson Blvd.
(Mailing Address)

South Bend, Indiana 46601
(City/State/Zip)

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



Signature

Secretary
Title

Charles M. Loeser

Typed or printed name

Date