

F96000004760  
CT CORPORATION SYSTEM

1025 Vermont Avenue, NW  
Washington, DC 20005  
Tel: 202 393 1747  
Fax: 202 393 1760

September 11, 1996

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Kuludis Consulting Group, Inc.  
Order #: 506850

600001948508  
-09/17/96 --01031 --003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

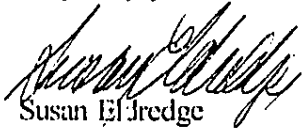
Dear Filing Officer:

As requested by counsel, we enclose for filing a qualification on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly please notify this office of the details by calling our toll-free number: 1-800-336-3376

Very truly yours,



Susan ElJredge  
Customer Specialist

Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
SEP 16 AM 9:01

mtm

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA

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

- Kaludia Consulting Group, Inc.  
(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.)
- Delaware  
(State or country under the law of which it is incorporated)
- pending  
(FEI number, if applicable)
- March 28, 1996  
(Date of incorporation)
- Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
- Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
- 1050 Thomas Jefferson St., NW ATTN: L. Weymouth, Washington, D.C.  
20007  
(Current mailing address)
- Consulting services  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Kevin Gallagher

(Registered agent's signature) (Officer)

Kevin J. Gallagher, Asst. V.P.

(Type Name and Title of Officer)

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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

13. Lucy Weymouth  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lucy Weymouth, Secretary  
(Typed or printed name and capacity of person signing application)

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**KALUDIS CONSULTING GROUP, INC.**

<u>Officer/Director</u>	<u>Name</u>	<u>Business Address</u>
President, CEO and Chairman	George Kaludis	2505 Hillsboro Road Suite 302 Nashville, Tennessee 37212
Senior Vice President	Barry M. Cohen	2505 Hillsboro Road Suite 302 Nashville, Tennessee 37212
Senior Vice President and Director	P. Lawrence Hester	2505 Hillsboro Road Suite 302 Nashville, Tennessee 37212
Vice President	Buddy L. Bruner	2505 Hillsboro Road Suite 302 Nashville, Tennessee 37212
Vice President	John A. Stevens	2505 Hillsboro Road Suite 302 Nashville, Tennessee 37212
Vice President	John F. Leydon	2505 Hillsboro Road Suite 302 Nashville, Tennessee 37212
Secretary	Lucy C. Weymouth	1050 Thomas Jefferson St., NW Washington, D.C. 20007
Director	Lydia M. Marshall	1050 Thomas Jefferson St., NW Washington, D.C. 20007
Director	Sheldon D. Repp	1050 Thomas Jefferson St., NW Washington, D.C. 20007
Director	Jeffrey W. Salinger	1050 Thomas Jefferson St., NW Washington, D.C. 20007

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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 "KALUDIS CONSULTING GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF SEPTEMBER, A.D. 1996.

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 16 AM 9:02



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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960259675

8095129

09-09-96