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PRINCETON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 1072100000032
REFERENCE : 104740 4323226
AUTHORIZATION :
COST LIMIT : \$ PPD

RECEIVED

96 OCT -2 AM 11:25

ORDER DATE : October 1, 1996

ORDER TIME : 10:02 AM

ORDER NO. : 104740

CUSTOMER NO: 4323226

CUSTOMER: Ms. Cheri Peterson Hurlbut
Gorsuch Kirgis Llc
Suite 1100
1401 Seventeenth Street
Denver, CO 80202

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-10/02/96--01095-015
*****70.00 *****70.00

FOREIGN FILINGS

NAME: FIRST CHOICE FOR CONTINENCE,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -2 PM 12:26

**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:**

1. FIRST CHOICE FOR CONTINENCE, 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.)

2. COLORADO 3. 84-1278575
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07/15/94 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.)

7. 4500 East Ninth Avenue, Suite 330S
Denver, Colorado. 80220
(Current mailing address)

8. Non-surgical treatment in adult urinary incontinence.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: KAREN FINSTROM, R.N.

Office Address: 3493 Winchester Drive

Port Orange, Florida, 32119
(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.

By: Karen Finstrom RN
(Registered agent's signature) KAREN FINSTROM, R.N.

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.

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

A. DIRECTORS

Chairman: Carl Newman, M.D.
Address: 4500 East Ninth Avenue, Suite 3308
Denver, CO 80220

Vice Chairman: Karen Finstrom, R.N.
Address: 3493 Winchester Drive
Port Orange, FL 32119

Director: Karen Finstrom, R.N.
Address: 3493 Winchester Drive
Port Orange, FL 32119

Director: Deb Folkerts
Address: 1808 Little Kitten Avenue
Manhattan, KS 66502

B. OFFICERS

President: Carl Newman, M.D.
Address: 4500 East Ninth Avenue, Suite 3308
Denver, CO 80220

Vice President: Karen Finstrom, R.N.
Address: 3493 Winchester Drive
Port Orange, FL 32119

Secretary: Karen Finstrom, R.N.
Address: 3493 Winchester Drive
Port Orange, FL 32119

Treasurer: _____
Address: ...

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

13. Karen L. Finstrom, Secretary, Vice President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Karen L. Finstrom, Secretary, Vice President
(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, **VICTORIA BUCKLEY**, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

FIRST CHOICE FOR CONTINENCE, INC.
(COLORADO CORPORATION)

file # 941079847 was filed in this office on JULY 15, 1994, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: SEPTEMBER 24, 1996

Victoria Buckley

SECRETARY OF STATE

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