

F98000001824



ACCOUNT NO. : 072100000032
 REFERENCE : 760888 4338075
 AUTHORIZATION : *Patricia Pizzuto*
 COST LIMIT : \$ 70.00

ORDER DATE : March 30, 1998
 ORDER TIME : 9:49 AM
 ORDER NO. : 760888-060
 CUSTOMER NO: 4338075
 CUSTOMER: Lynn Morris, Legal Asst
 Baker & Mckenzie
 101 West Broadway
 San Diego, CA 92101

9/3/31
 FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 MAR 31 PM 12:16

FOREIGN FILINGS

200002473382-14

NAME: DAOU ON-LINE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

RECEIVED
 98 MAR 31 AM 10:38
 DIVISION OF CORPORATION

**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. DAQU On-Line, 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. Delaware 3. being applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/19/97 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 817.155, F.S.))
7. 5120 Shoreham Place, San Diego, CA 92122
(Current mailing address)
8. Provide computer network services to health-care provider organization.
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

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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.

Corporation Service Company
By: Carol K. DeB
(Registered agent's signature)

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: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: see attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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

13. 

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

14. Fred C. McGee, Vice President, Treasurer & Secretary

(Typed or printed name and capacity of person signing application)

ATTACHMENT

**DAOU ON-LINE, INC.
a Delaware corporation**

Officers names and business addresses:

Daniel J. Daou - President	5120 Shoreham Place San Diego, CA 92122
Fred C. McGee - Vice President, Treasurer & Secretary	5120 Shoreham Place San Diego, CA 92122

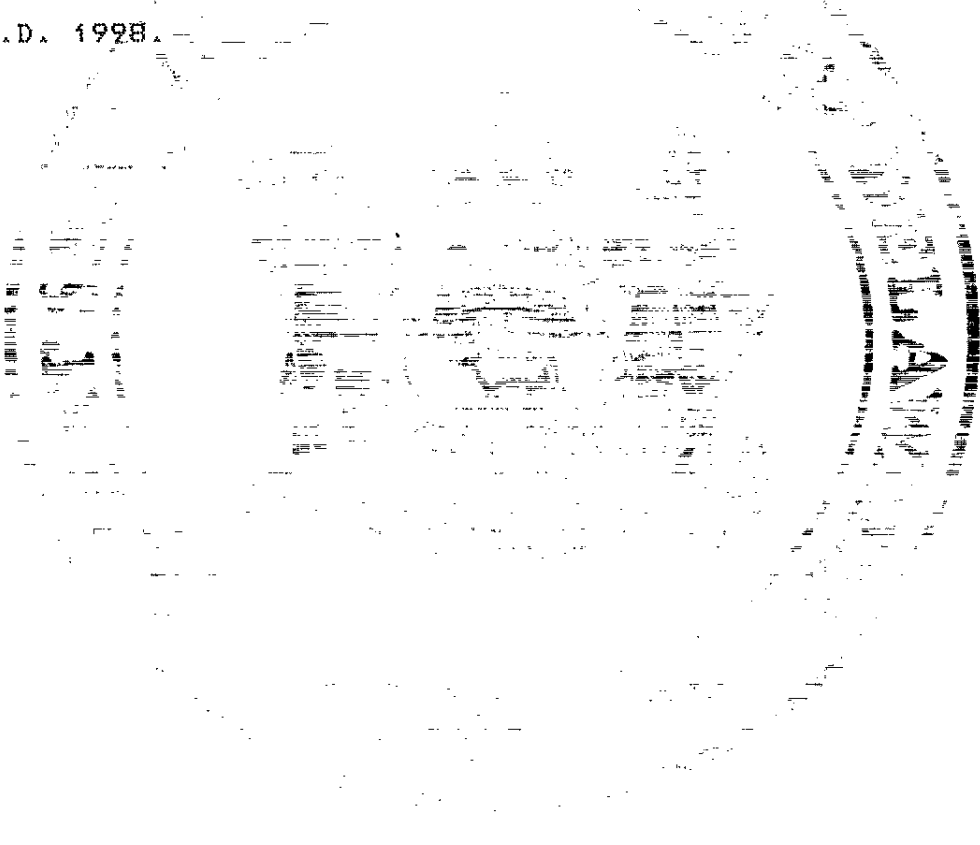
Directors names and business addresses:

Daniel J. Daou - Director	5120 Shoreham Place San Diego, CA 92122
Fred C. McGee - Director	5120 Shoreham Place San Diego, CA 92122

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DAOU ON-LINE, 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 THIRTIETH DAY OF MARCH, A.D. 1998.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9001528

DATE:

03-30-98