

# State of Idaho

## Department of State

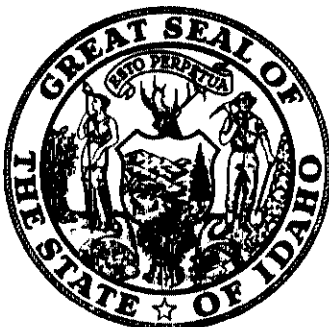
### CERTIFICATE OF AUTHORITY OF

COASTAL EMERGENCY MEDICAL GROUP, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of COASTAL EMERGENCY MEDICAL GROUP, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to COASTAL EMERGENCY MEDICAL GROUP, INC. to transact business in this State under the name COASTAL EMERGENCY MEDICAL GROUP, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: August 16, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Ara Seipel*

**RECEIVED  
APPLICATION FOR CERTIFICATE OF AUTHORITY  
SEC. OF STATE  
(Profit Corporation)**

**93 AUG 16 PM 2 15**

To the Secretary of State of Idaho:  
Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Coastal Emergency Medical Group, Inc.
2. The name which it shall use in Idaho is Coastal Emergency Medical Group, Inc.  
  
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of California
4. The date of its incorporation is 3/25/93 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1504 Franklin Street, Suite 200, Oakland, CA 94612
6. The address to which correspondence should be addressed, if different from that in item 5.  
  
\_\_\_\_\_
7. The street address of its proposed registered office in Idaho is 300 North Sixth Street, Boise, ID 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Contract management service to the healthcare industry.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Bertram E. Walls, M.D.</u>	<u>Pres.</u>	<u>2828 Croasdaile Dr., Durham, NC 27705</u>
<u>Marcus Shouse, M.D.</u>	<u>VP</u>	<u>1504 Franklin St., Ste. 200, Oakland, CA 94612</u>
<u>Bertram E. Walls, M.D.</u>	<u>Sec.</u>	<u>2828 Croasdaile Dr., Durham, NC 27705</u>
<u>Stephan M. Kearney</u>	<u>Assis. Sec.</u>	<u>1504 Franklin St., Ste. 200, Oakland, CA 94612</u>
<u>Marcus Shouse, M.D.</u>	<u>Treas.</u>	<u>1504 Franklin St., Ste. 200, Oakland, CA 94612</u>
<u>Christopher Finn</u>	<u>Assis. Treas.</u>	<u>1504 Franklin St., Ste. 200, Oakland, CA 94612</u>

(continued on reverse)

ACA 785  
Profit

File Two Copies along with a Certificate of Corporate Status or Existence

Fee: \$60

RETURN TO:  
LEGAL SERVICES DEPT.  
2828 CROASDAILE DR.  
DURHAM, NC 27705

U.S. Corp. (8/90)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 10, 1993

Coastal Emergency Medical Group, Inc.  
(Corporation Name)

By Bertram E. Wall  
Its President/ Vice President (please specify)

and [Signature]  
Its Secretary/ Assistant Secretary (please specify)

STATE OF North Carolina )  
COUNTY OF Durham ) ss:

I, Mary Faulkner, a notary public, do hereby certify that on this 10th day of August, 19 93, personally appeared before me Bertram E. Wall, who being by me first duly sworn, declared that (s)he is the President of Coastal Emergency Medical Group, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Mary Faulkner  
Notary Public  
My commission expires 6/26/96

# State of California

OFFICE OF THE SECRETARY OF STATE

## CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 23rd day of March, 1993,

COASTAL EMERGENCY MEDICAL GROUP, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this  
3rd day of August, 1993

*March Fong Eu*

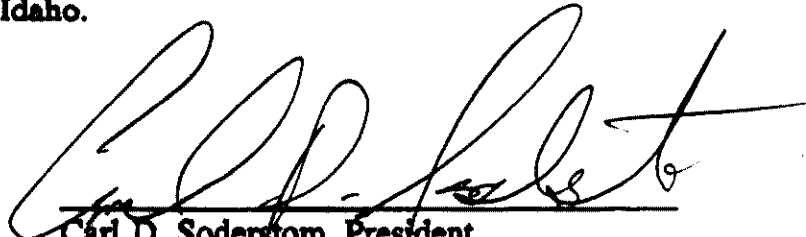
Secretary of State

CONSENT TO USE OF NAME

RECEIVED  
SEC. OF STATE

93 AUG 16 PM 2:15

Carl D. Soderstrom, being the President of Coastal Emergency  
Services of St. Louis, Inc., do hereby give the authority for Coastal  
Emergency Medical Group, Inc. to use this name to conduct business in the  
State of Idaho.

  
\_\_\_\_\_  
Carl D. Soderstrom, President  
Coastal Emergency Services of St. Louis, Inc.

7/29/93  
\_\_\_\_\_  
Date