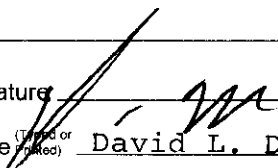
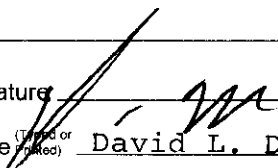
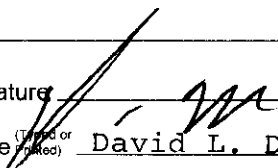


No. C 116699 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Oct 31, 2000 Annual Report Form 1. Mailing Address - Correct in this box, if applicable SYSTEMS MEDICAL MANAGEMENT, INC. LEGAL DEPT ONE PARK PLAZA NASHVILLE, TN 37203	2. Registered Agent and Office NO PO BOX PRENTICE-HALL CORP 1401 SHORELINE DR BOISE, ID 83702 3. <u>New</u> Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President	A. Bruce Moore, Jr.	One Park Plaza	Nashville, TN		37203
Vice President	R. Milton Johnson	One Park Plaza	Nashville, TN		37203
Vice President and Secretary	John M. Franck II	One Park Plaza	Nashville, TN		37203
Vice President and Treasurer	David G. Anderson	One Park Plaza	Nashville, TN		37203
**** See Attached List					

5. Organized Under the Laws of: FLORIDA C 116699	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Signature </td> <td style="width: 40%;">Date <u>9/27/00</u></td> </tr> <tr> <td>Name (Typed or Printed) <u>David L. Denson</u></td> <td>Title: <u>Assistant Secretary</u></td> </tr> </table>	Signature 	Date <u>9/27/00</u>	Name (Typed or Printed) <u>David L. Denson</u>	Title: <u>Assistant Secretary</u>
Signature 	Date <u>9/27/00</u>				
Name (Typed or Printed) <u>David L. Denson</u>	Title: <u>Assistant Secretary</u>				

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November 1, 1999

**OFFICERS AND DIRECTORS
OF
SYSTEMS MEDICAL MANAGEMENT, INC.**

*A. Bruce Moore, Jr.	President	One Park Plaza Nashville, TN 37203
Richard Bracken	Executive Vice President	One Park Plaza Nashville, TN 37203
Jay Grinney	Executive Vice President	One Park Plaza Nashville, TN 37203
Wick Lyne	Senior Vice President	9100 Arborteum Pkwy, #140 Richmond, VA 23236
Jeff Dorsey	Senior Vice President	4643 S. Ulster, #1200 Denver, CO 80237
Mel Lagarde	Senior Vice President	1440 Canal Street, #1860 New Orleans, LA 70112
Chuck Hall	Senior Vice President	301 E. Las Olas Blvd., 4 th Fl. Ft. Lauderdale, FL 33301
Tom May	Senior Vice President	15891 Los Gatos Los Gatos, CA 95032
Mike Snow	Senior Vice President	7400 Fannin Street, #650 Houston, TX 77054
Charlie Evans	Senior Vice President	3100 West End, Ste. 300 Nashville, TN 37203
Jim Slack	Senior Vice President	1705 Metropolitan Blvd. #201 Tallahassee, FL 32308
William Poteet	Senior Vice President	6565 N. MacArthur Blvd. #350 Irving, TX 75039
Frank Demarco	Senior Vice President	9313 Medical Plaza Dr., #201 Charleston, SC 29406
Dan Miller	Senior Vice President	26750 US Hwy 19 N., #400 Clearwater, FL 33761
Victor L. Campbell	Senior Vice President	One Park Plaza Nashville, TN 37203
Robert Waterman	Senior Vice President	One Park Plaza Nashville, TN 37203
David G. Anderson	Vice President and Treasurer	One Park Plaza Nashville, TN 37203
Sam Hazen	Vice President	One Park Plaza Nashville, TN 37203
Bill Rutherford	Vice President	One Park Plaza Nashville, TN 37203

Tim Flusche	Vice President	9100 Arborteam Pkwy, #140 Richmond, VA 23236
Rick Shallcross	Vice President	4643 S. Ulster, #1200 Denver, CO 80237
Mike Reese	Vice President	1440 Canal Street, #1860 New Orleans, LA 70112
Jim Petkas	Vice President	301 E. Las Olas Blvd., 4 th Fl. Ft. Lauderdale, FL 33301
Don Stinnett	Vice President	15891 Los Gatos Los Gatos, CA 95032
Jeff Anthony	Vice President	7400 Fannin Street, #650 Houston, TX 77054
Garry Karsner	Vice President	3100 West End, Ste. 300 Nashville, TN 37203
Larry Bradford	Vice President	1705 Metropolitan Blvd. #201 Tallahassee, FL 32308
Tom Corley	Vice President	6565 N MacArthur Blvd. #350 Irving, TX 75039
Steve Woodford	Vice President	9313 Medical Plaza Dr., #201 Charleston, SC 29406
Sam Hankins	Vice President	26750 US Hwy 19 N., #400 Clearwater, FL 33761
Rosalyn S. Elton	Vice President	One Park Plaza Nashville, TN 37203
V. Carl George	Vice President	One Park Plaza Nashville, TN 37203
* R. Milton Johnson	Vice President	One Park Plaza Nashville, TN 37203
*John M. Franck II	Vice President and Secretary	One Park Plaza Nashville, TN 37203
James D. Hinton	Vice President	One Park Plaza Nashville, TN 37203
Howard K. Patterson	Vice President	One Park Plaza Nashville, TN 37203
Lyle Reid	Vice President	One Park Plaza Nashville, TN 37203
Ronald Lee Grubbs	Vice President	One Park Plaza Nashville, TN 37203
Steven E. Clifton	Vice President and Assistant Secretary	One Park Plaza Nashville, TN 37203

Tom C. Gormley	Vice President	One Park Plaza Nashville, TN 37203
Dwight E. Long	Vice President	One Park Plaza Nashville, TN 37203
Mike T. Bray	Vice President	One Park Plaza Nashville, TN 37203
Dora A. Blackwood	Assistant Secretary	One Park Plaza Nashville, TN 37203
David L. Denson	Assistant Secretary	One Park Plaza Nashville, TN 37203
Dianne Johnson	Assistant Secretary	One Park Plaza Nashville, TN 37203
Kenneth Kurt Roth	Assistant Secretary	One Park Plaza Nashville, TN 37203
Lisa Marie Meister	Assistant Secretary	One Park Plaza Nashville, TN 37203
Joseph Stephen Haase	Assistant Secretary	One Park Plaza Nashville, TN 37203
Christopher Gentile	Assistant Secretary	One Park Plaza Nashville, TN 37203
Robert Jerome Nevens	Assistant Secretary	One Park Plaza Nashville, TN 37203

***Directors**
(Florida)

Persons employed in the capacity of Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Administrator and Assistant Administrator of facilities owned and/or operated by this Corporation, are authorized by the Board of Directors of this Corporation to negotiate and enter into contracts and agreements necessary in the conduct of the day-to-day business of such facility, including, but not limited to, physician contracts, leases, purchase agreements, cost reports, etc., which with the advice of legal counsel, shall be deemed appropriate and advisable, and to execute and deliver Certificates of Resolution required in connection with such contracts and agreements.