

State of Idaho

Office of the Secretary of State

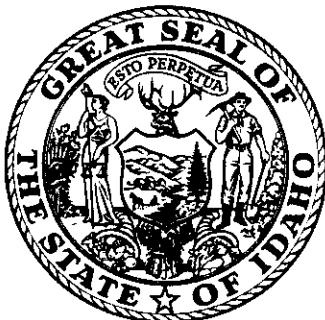
**CERTIFICATE OF AUTHORITY
OF
ASSOCIATION HEALTH CARE MANAGEMENT, INC.**

File Number C 160633

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 23 May 2005



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2005 MAY 23 10:05:09
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Association Health Care Management, Inc.

2. The name which it shall use in Idaho is: Association Health Care Management, Inc.

3. It is incorporated under the laws of: Texas

4. Its date of incorporation is: 11/03/1987

5. The address of its principal office is:

11111 Richmond Ave., 2nd Fl., Houston, Texas 77082

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 1423 Tyrell Lane, Boise, ID 83706

and its registered agent in Idaho at that address is: National Registered Agents, Inc.

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Michael Mahmoud Rabie, President, Secretary,</u> <u>and Director</u>		<u>11111 Richmond Ave., 2nd Fl.</u> <u>Houston, Texas 77082</u>
<u>Clarence Jaren Current, Vice President</u>		<u>11111 Richmond Ave., 2nd Fl.</u> <u>Houston, Texas 77082</u>
<u>Lester Eugene Cope, Jr., Director</u>		<u>8590 Ariel Street</u> <u>Houston, Texas 77074</u>
<u>Frank Derek Frappier, Director</u>		<u>3152 Red Hill Ave., Suite 100</u> <u>Costa Mesa, CA 92626</u>

Dated: 5-16-05

Signature: [Signature]

Typed Name: Michael Mahmoud Rabie

Capacity: President, Secretary, and Director

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
05/23/2005 05:00
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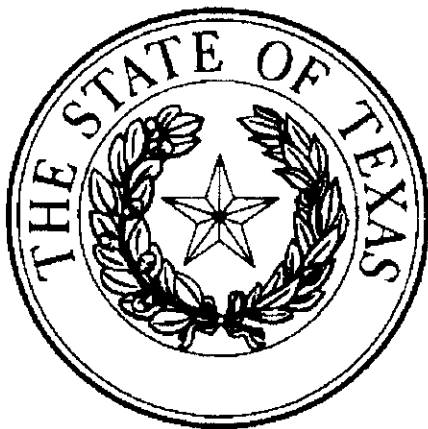


Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for ASSOCIATION HEALTH CARE MANAGEMENT, INC. (filing number: 106703500), a Domestic Business Corporation, was filed in this office on November 03, 1987.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on March 31, 2005.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State