

Filing fee : \$150.00
License fee, \$15.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION

Corp. I.D. # 90914

~~DUPLICATE~~ ORIGINAL OF
APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF
GOLDEN CARE, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is GOLDEN CARE, INC.

SECOND: The name which it elects to use in Rhode Island is _____

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Indiana

FOURTH: The date of its incorporation is November 3, 1990 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 2431 Directors Row
Indianapolis, IN 46242

SIXTH: The address of its proposed registered office in Rhode Island is Suite 900, 170 Westminster Street, Providence 02903 and the name of its proposed registered agent in Rhode Island at that address is Corporation Service Company
Corporation Service Company

By: _____
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are
To provide respiratory therapy services

FILED

AUG 16 1995

By [Signature]
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SECRETARY OF STATE
CORPORATIONS DIVISION
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EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Andrew L. Turner	Director	101 Sun Lane, N.E. Albuquerque, NM 87109
	Director	
	Director	
Robert A. Levin	President	101 Sun Lane, N.E. Albuquerque, NM 87109
William C. Warrick	Vice President	101 Sun Lane, N.E. Albuquerque, NM 87109
Nikki J. Mann	Secretary	101 Sun Lane, N.E. Albuquerque, NM 87109
Robert D. Woltil	Treasurer	101 Sun Lane, N.E. Albuquerque, NM 87109
Tom R. Futch	CEO & VP	2431 Directors Row Indianapolis, IN 46242

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	common		No par value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1	common		No par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 2966349

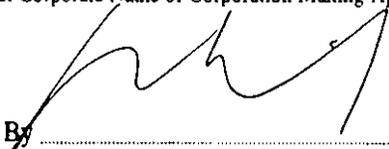
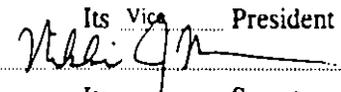
TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 20,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 20,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated Aug 1, 19 96 Golden Care, Inc.
(Exact Corporate Name of Corporation Making Application)

By 
Its Vice President
and 
Its Secretary

STATE OF NEW MEXICO }
COUNTY OF BERNALILLO } Sc.

At Albuquerque in said County on the 1st day
of August 19 96, before me personally appeared William C.
Warrick, who being by me first duly sworn, declared that
he is the Vice President of Golden Care, Inc.,
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)