

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 109418



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign 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:

1. The name of the corporation is GroupLink, Inc. ^{OK}

2. It is incorporated under the laws of Indiana

3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 8/14/61 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 5546 Shorewood Drive, Indianapolis, IN 46220

6. The address of its proposed registered office in Rhode Island is 123 Dyer Street 10 Wykosset St.
Providence 02903 (Street Address, not P.O. Box)
(City/Town) (Zip Code) and the name of its proposed registered agent in Rhode Island at

that address is C T Corporation System
(Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Any lawful act or activity permitted under the laws of the State of Rhode Island, including but not limited to, third party dental claims administration.

8. The names and respective addresses of the directors and officers are: PLEASE SEE ATTACHED

	Name	Address
Director		
Director		
President		
Vice President		
Treasurer		
Secretary		

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9. 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
2000	Common		NPV

10. 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1000	Common		NPV

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ Please see attached
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 0
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 9/28/07

GROUPLINK, INC.

Print Exact Name of Corporation Making Application

By

Roger W. Skinner
☒ President or ☐ Vice President (check one)

By

John M. Miller
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF INDIANA
COUNTY OF MARION

In Indianapolis, on this 28th day of October, 2007, personally appeared before me Roger W. Skinner who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Notary Public
My Commission Expires: 9/22/07

GROUPLINK, INC.

**STATE OF RHODE ISLAND
APPLICATION FOR CERTIFICATE OF AUTHORITY
FOREIGN CORPORATIONS**

8. Officers and Directors of the Applicant and their respective addresses:

Name and Business Address

Title

Roger W. Skinner, CLU, RHU, REBC
GroupLink, Inc.
5546 Shorewood Drive
Indianapolis, Indiana 46220

President, Director

John M. Miller
3150 South State Road #37
P.O. Box 3130
Bloomington, Indiana 47401

Secretary, Director

Donald J. Miller
1 Curry Drive, P.O. Box 217
North Vernon, Indiana 47265

Director

James D. Hammond
601 North Walnut
Bloomington, IN 47404

Director

Frank B. Miller
University of Louisville
Department of Surgery
601 South Floyd, #700
Louisville, KY 40202

Director

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GroupLink, Inc.

BALANCE SHEET

As of: September 30, 1999

ASSETS

Current Assets:

Petty Cash	\$200.00
Checking - General	35,545.24
Accounts Receivable - Trade	158,805.84
Employee Advances	200.00
Employee Reimbursements	122.93
PRE-PAID EXPENSES	16,765.51
Prepaid license	2,986.00
Prepaid Insurance	1,518.59
Pre-paid Computer Software	42,325.97

TOTAL Current Assets

\$258,470.08

Property and Equipment:

Furniture and Fixtures	174,423.82
Leasehold Improvements	3,273.29
Vehicles	21,840.00
Computer Hardware	129,678.54
Computer Software	105,475.77
Assets Under Capital Lease	13,877.54
A/D - Furniture and Fixtures	(112,628.42)
A/D - Leasehold Improvements	(229.13)
A/D - Vehicles	(1,260.00)
A/D - Computer Hardware	(69,406.02)
A/A - Computer Software	(14,311.94)
A/A - Assets Under Capital Ls.	(2,935.63)

TOTAL Property and Equipment

247,797.82

Other Assets:

Investments	112,000.00
A/A - Investments	(2,800.00)

TOTAL Other Assets

109,200.00

TOTAL ASSETS

\$615,467.90

GroupLink, Inc.

BALANCE SHEET

As of: September 30, 1999

LIABILITIES

Current Liabilities:

Accounts Payable	\$88,804.41
Accounts Payable - Manual	30,457.79
S/T Investment Payable	24,000.00
Current Portion of L-T Debt	10,926.28
Current Portion - Lease Oblig.	2,420.60
S/T - Chev Blazer	1,461.12
Stockholder Advance Payable	12,000.00
Unearned Revenue - AT & T	527.01
Advance -- SBP	5,221.23
Reliastar - Settlement Account	57,000.00
Line of Credit - Union Planter	123,437.15
Pending Claims	0.84
Unearned Revenue	(284.38)
Escrow - Mark Rathsack	(3,857.50)
401(K) Withholding	23,120.73
401k Withholding - Corporate	(7,440.44)
401k Withholding Claims	(2,708.93)
401k Withholding - Admin	(6,026.18)
401k Withholding - Mktg	(4,662.43)
401K Withholding - Support	(622.15)
Accrued Payroll	9,201.37
Accrued Property Taxes	220.86
Accrued 401(K) Match	7,259.09
Accrued Interest Payable	4,278.15

TOTAL Current Liabilities

\$374,734.62

Long-Term Liabilities:

L/T Investment Payable	46,000.00
L-T Portion - Capital Lease	9,956.64
L-T Note Blazer	18,255.66

TOTAL Long-Term Liabilities

74,212.30

TOTAL LIABILITIES

448,946.92

EQUITY

Capital Stock	1,200,000.00
Additional Paid-In Capital	110,000.00
Retained Earnings	(1,383,944.87)
Year-to-Date Earnings	240,465.85

TOTAL EQUITY

166,520.98

TOTAL LIABILITIES & EQUITY

\$615,467.90

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

GROUPLINK, INC.

filed Articles of Incorporation on August 14, 1961, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twenty-sixth day of October, 1999.

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

[Signature]
Deputy