

Filing and License Fee: \$310.00 minimum

ID Number: 142248



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

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 Superior Vision Services, Inc.

2. It is incorporated under the laws of Delaware

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 March 17, 1993 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 2711 Centerville Road, Suite 400, Wilmington, DE 19808

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200
(Street Address, not P.O. Box)

Warwick RI 02888 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is Corporation Service Company
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:

third party insurance administration

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

	<u>Name</u>	<u>Address</u>
Director	<u>See attached list</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

FILED
AUG 18 2004
By [Signature]
C41627

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
2,500,000	Common		\$0.001
62,175	Preferred	A	\$0.001
1,621,767	Preferred	B	\$0.001

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
1,676,210	Common		\$0.001

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 250,000.
- (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 \$ 10,000,000.
- (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: 8/6/04

Superior Vision Services, Inc.

Print Exact Name of Corporation Making Application

By Richard P. Corbett

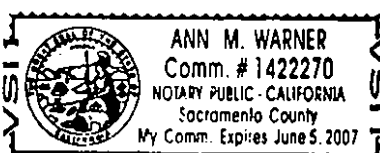
☒ President or ☐ Vice President (check one)

By [Signature]

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF California
COUNTY OF Sacramento

In Bancho Cordova CA on this 6th day of August, 2004, before me personally appeared Richard P. Corbett who, being duly sworn, declared that he/she is the President of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



[Signature]
Notary Public
My Commission Expires: June 5, 2007

Application for Certificate of Authority (For Profit)
Superior Vision Services, Inc.

Attachment

Item 8: List of Directors and Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
Richard P. Corbett	Director, President, Chief Exec. Officer	11101 White Rock Road, #150 Rancho Cordova, CA 95670
Charles D. Fritch MD	Director	11101 White Rock Road, #150 Rancho Cordova, CA 95670
Michael Emerson	Director	11101 White Rock Road, #150 Rancho Cordova, CA 95670
Jeff Birkholz	Director	11101 White Rock Road, #150 Rancho Cordova, CA 95670
James Lund	Director	11101 White Rock Road, #150 Rancho Cordova, CA 95670
Joanna Freeman	Treasurer	24012 Calle de la Plata #470 Laguna Hills, CA 92653
Wayne F. Muller	Secretary	24012 Calle de la Plata #470 Laguna Hills, CA 92653

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "SUPERIOR VISION SERVICES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE SEVENTEENTH DAY OF MARCH, A.D. 1993, AT 1 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "BENSON MSO, INC." TO "BENSON VISION SERVICES, INC.", FILED THE THIRTEENTH DAY OF MAY, A.D. 1993, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "BENSON VISION SERVICES, INC." TO "SUPERIOR VISION SERVICES, INC.", FILED THE ELEVENTH DAY OF MARCH, A.D. 1994, AT 4:30 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE FIRST DAY OF FEBRUARY, A.D. 1995, AT 11:45 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE THIRTEENTH DAY OF SEPTEMBER, A.D. 1996, AT 2 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE FIFTH DAY OF NOVEMBER, A.D. 1997, AT 11:45 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE ELEVENTH DAY OF JULY,



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2329348 8100H

AUTHENTICATION: 3290091

040588889

DATE: 08-11-04