

Filing and License Fee: \$310.00 minimum

ID Number: 157454



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 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 NHIC, Corp.

2. It is incorporated under the laws of Texas

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 June 27, 2006 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 5400 Legacy Drive, Plano, TX 75024

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 purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Durable medical equipment Medicare administrative contractor

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See Attached</u>	
Director		
Director		
Director		

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated)

	<u>Name</u>	<u>Address</u>
President	<u>See Attached</u>	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>200,000</u>	<u>Common</u>	_____	<u>\$12.00</u>
_____	_____	_____	_____
_____	_____	_____	_____

- 10 (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 1,262,100.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ none.
- (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 none % [divide (b) by (a) and multiply by 100 to obtain the percentage]
- 11 (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 110,000,000.00.
- (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 \$ 110,000.
- (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 41 % [divide (b) by (a) and multiply by 100 to obtain the percentage]
- 12 This application is accompanied by a certificate of Good Standing Issued by the proper officer of the state or country under the laws of which it is incorporated
- 13 This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing upon filing

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 7/10/06

David B Hollander
Signature of Authorized Officer of the Corporation

David B Hollander
Type or Print Name of Authorized Officer

Directors / Officers Report

NHIC, Corp.

Directors

Anthony C. Glasby	Director
Robert A. Hamilton	Director
David Rappaport	Director
Ronald P. Vargo	Director

Officers

Robert A. Hamilton	President
Anne B. Dalton	Vice President
Jack Keller	Vice President
Donald S. Picard	Vice President
David B. Hollander	Secretary
Ronald P. Vargo	Treasurer
Scot H. McDonald	Controller
Sean N. Markowitz	Assistant Secretary
William A. Van Blaricum	Assistant Secretary
William R. Evans	Assistant Treasurer
David C. Hernandez	Assistant Treasurer
David R. Nixon	Assistant Treasurer
David L. O'Brien	Assistant Treasurer
Barbara Barton Weiszhaar	Assistant Treasurer

The business address for the above-referenced officers/directors is 5400 Legacy Drive, Plano, Texas 75024

Corporations Section
P O Box 13697
Austin, Texas 78711-3697



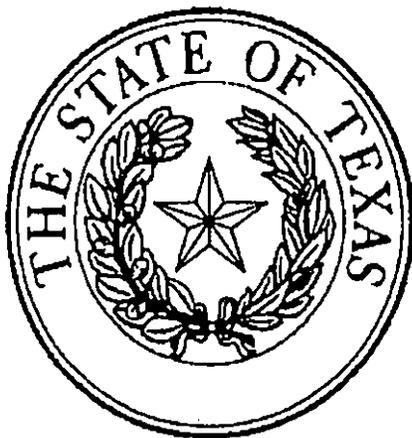
Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for NHIC, Corp (filing number: 800674409), a Domestic For-Profit Corporation, was filed in this office on June 27, 2006

It is further certified that the entity status in Texas is in existence

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 July 13, 2006



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

Roger Williams
Secretary of State