

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
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Corp. I.D. # 87969

Medical Management International, 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 Medical Management International, Inc.

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

Same
(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 Delaware

FOURTH: The date of its incorporation is January 11, 1994 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 The Corporation Trust Company, Corporation Trust

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode and the name of its proposed registered agent in Rhode Island at that address is C. T. Corporation System
C T CORPORATION SYSTEM

Kristine A. Turi
Signature

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

veterinary services. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

FILED

JAN 29 1996

EX-1009
153642

EIGHTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Scott D. Campbell,	Director	14333 NE Sandy Boulevard, Portland, Oregon 97220
Richard E. Rice,	Director	14333 NE Sandy Boulevard, Portland, Oregon 97220
14333 NE Sandy Boulevard, Portland, Oregon 97220	Director	C. Donald Dorsey,
Samuel J. Parker, Director		14333 NE Sandy Boulevard, Portland, Oregon 97220
Michael Murphy, Director		14333 NE Sandy Boulevard, Portland, Oregon 97220
See attached list of officers	President	
	Vice President	
	Secretary	
	Treasurer	

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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
20,000,000	Common	(No series)	\$0.001
655,750	Preferred	A	\$0.001
1,612,903	Preferred	B	\$0.001

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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
6,750,001	Common	(No series)	\$0.001
505,000	Preferred	A	\$0.001
806,450	Preferred	B	\$0.001

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ -0-

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 \$ 14,000,000

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 \$ 5,000

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 December 6, 19 95

Medical Management International, Inc.
[Exact Corporate Name of Corporation Making Application]

By Donald S. Spear
Donald S. Spear
Its President
and Bruce Berning
Bruce Berning
Its Asst. Secretary

STATE OF Oregon } SC.
COUNTY OF Multnomah }

At Portland in said County on the 6th day
of December 19 95, before me personally appeared Donald S.
Spear, who being by me first duly sworn, declared that
he is the president of Medical Management International,
that he signed the foregoing document as such president of the
corporation, and that the statements therein contained are true.

David Hambar
Notary Public

(NOTARIAL SEAL)



Appendix to Rhode Island
Duplicate Original of Application for Certificate of Authority

**Officers of
Medical Management International, Inc.**

1. Scott D. Campbell, Chairman and Chief Executive Officer
14333 NE Sandy Boulevard
Portland, Oregon 97220
2. Donald S. Spear, President
14333 NE Sandy Boulevard
Portland, Oregon 97220
3. Michael J. Twain, Vice President and Secretary
14333 NE Sandy Boulevard
Portland, Oregon 97220
4. Charles A. Zupsic, Vice President and CFO
14333 NE Sandy Boulevard
Portland, Oregon 97220
5. Jeffrey M. Brant, D.V.M., Vice President, Operations
14333 NE Sandy Boulevard
Portland, Oregon 97220
6. Bruce G. Berning, Assistant Secretary
888 SW Fifth Avenue, Suite 1600
Portland, OR 97204

CERTIFICATE OF INSURANCE

ISSUE DATE (MM/DD/YY)

09/14/96

PRODUCER

STATE OF RHODE ISLAND
 DEPARTMENT OF REVENUE
 100 N MAIN STREET
 PROVIDENCE, RI 02903

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHT UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

COMPANIES AFFORDING COVERAGE

COMPANY A: THE FIDELITY AND SECURITY COMPANY OF NEW YORK, NY
 COMPANY B: THE FIDELITY AND SECURITY COMPANY OF NEW YORK, NY
 COMPANY C: THE FIDELITY AND SECURITY COMPANY OF NEW YORK, NY
 COMPANY D: THE FIDELITY AND SECURITY COMPANY OF NEW YORK, NY
 COMPANY E: THE FIDELITY AND SECURITY COMPANY OF NEW YORK, NY

COVERAGE

1. AUTO
 2. HOMEOWNERS
 3. LIFE

CO
 LIN

FOR THE POLICY PERIOD
 RESPECT TO WHICH THIS
 IS ALL THE TERMS.

COVERAGE

2,000,000
 2,000,000
 1,000,000
 1,000,000
 50,000
 5,000

OTHER

DESCRIPTION OF OPERATING VEHICLE(S) AND SPECIAL ITEMS

CERTIFICATE HOLDER

SECRETARY OF STATE
 STATE OF RHODE ISLAND
 100 N MAIN STREET
 PROVIDENCE, RI 02903

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT. BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

Stanley Ward

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEDICAL MANAGEMENT INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel
Edward J. Freel, Secretary of State

FILED

JAN 29 1996

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AUTHENTICATION:

7746634

DATE:

12-12-95

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