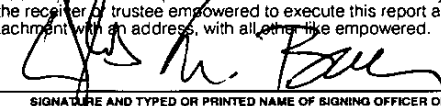


2007 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 26, 2007 8:00 am
Secretary of State

04-26-2007 90224 022 ****61.25

DOCUMENT # 763488 1. Entity Name THE GENESIS HEALTH FOUNDATION, INC.					
Principal Place of Business 3599 UNIVERSITY BLVD S STE B JACKSONVILLE, FL 32216 US			Mailing Address 3599 UNIVERSITY BLVD S STE B JACKSONVILLE, FL 32216 US		
2. Principal Place of Business - No P.O. Box #		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country		
6. Name and Address of Current Registered Agent GEIGER, ALLAN T. 1301 RIVERPLACE BLVD SUITE 1500 JACKSONVILLE, FL 32207				7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE _____					
Filing Fee is \$61.25 Due by May 1, 2007		9. Election Campaign Financing Trust Fund Contribution. ☐		\$5.00 May Be Added to Fees	
Make check payable to Florida Department of State					
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 10		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D BROWN, BROOKS J M.D. 3599 UNIVERSITY BLVD SOUTH JACKSONVILLE, FL 32216	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DC TRAVIS, FORREST 3652 SOUTH 3RD ST JACKSONVILLE BEACH, FL 32250	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D FICKLING, ALAN 17340 RIVER ISLE CIR JACKSONVILLE, FL 32226	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D MCCAGUE, BETH 225 WATER ST 9TH FLOOR JACKSONVILLE, FL 32202	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DD BAER, DOUGLAS M. 3599 UNIVERSITY BLVD SUITE B JACKSONVILLE, FL 32216	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	DPST ☒ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D HAND, S. MARK 225 WATER STREET, SUITE 1250 JACKSONVILLE, FL 32202	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 			Douglas M. Baer		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date: 04/24/07 Daytime Phone #: (904) 853-7487		

ATTACHMENT

ATTACHMENT 40084205

~~# 263788~~
**2007 - ADDITIONAL BOARD OF DIRECTORS
FOR THE GENESIS HEALTH FOUNDATION, INC.**

Change of Title since last filing:

Title: DPST

Douglas M. Baer
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

New Directors since last filing:

Title: D

Name: Patti deBear
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

Title: D

Name: Betsy Fallon
3599 University Blvd S., Suite B
Jacksonville, FL 32216

Title: D

Name: Michael Spigel
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

Title: D

Name: Deborah Stewart, M.D.
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

Delete:

Claire Barton
J. Brooks Brown, M.D.
Karen M. Burdette
Pamela S. Chally, Ph.D.
Linda Cunningham
Alan Fickling
Mark S. Hand
Frank C. Houser
Donald C. Mathis
Beth McCague
Leith Oatman
Richard Parsons

Timothy Reinschmidt
Mark Roesser
Mike Ruble
Merilyn T. Shad
Robert Shields
Ruth Simmons
Gary W. Sneed
Lynne Sneed
Forrest Travis
David Woods
Donald C. Wright

ATTACHMENT

ATTACHMENT
40084205
#763488

**2007 - ADDITIONAL BOARD OF DIRECTORS
FOR GENESIS HEALTH, INC.**

(Most are in your system, but changes cannot be made online)

New Board Members since last filing:

Title: D

Name: Kerry Romesburg, Ph.D.

12538 Medinah Court

Jacksonville, FL 32225

Title Changes since last filing:

Title: DP, CEO, T, CFO, Assistant Secretary

Name: Douglas M. Baer

3599 University Blvd. S, Suite B

Jacksonville, FL 32216

Delete:

Timothy W. Reinschmidt

ATTACHMENT

ATTACHMENT, 40084205

#763488

**2007 - COMPLETE LIST OF BOARD OF DIRECTORS
FOR GENESIS HEALTH, INC.
(For Reference to Ensure Correct Filing Information)**

Title: DC
Name: Gary W. Sneed
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

Title: D, Vice Chairman
Name: Bruce Johnson
12138 Mandarin Rd.
Jacksonville, FL 32223

Title: DS
Name: Stanley W. Carter
7335 Thien Street
Jacksonville, FL 32219

Title: DP, CEO, T, CFO, Assistant Secretary
Name: Douglas M. Baer
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

Title: D
Name: Ernest N. Brodsky
4268 Via Valencia Circle
Jacksonville, FL 32217

Title: D
Name: J. Brooks Brown, M.D.
3599 University Blvd. S, Suite B
Jacksonville, FL 32216

Title: D
Name: Karen M. Burdette
24315 Moss Creek Lane
Ponte Vedra Beach, FL 32082

Title: D
Name: David H. Busse
14627 Crystal View Lane
Jacksonville, FL 32250

Title: D
Name: Pamela S. Chally, Ph.D., R.N.
13121 Via Roma Ct.
Jacksonville, FL 32224

Title: D
Name: Lee Lomax
10063 Heather Lake Court W.
Jacksonville, FL 32256

Title: D
Name: Kerry Romesburg, Ph.D.
12538 Medinah Court
Jacksonville, FL 32225

Title: D
Name: Guy T. Selander, M.D.
1731 University Blvd
Jacksonville, FL 32216

Title: D
Name: Howard C. Serkin
712 Spinnakers Reach
Ponte Vedra Beach, FL 32082

Title: D
Name: Forrest Travis
3652 S. Third St
Jacksonville Beach, FL 32250

Title: COO
Name: Michael Spigel
3599 University Blvd. S, Suite B
Jacksonville, FL 32216