

A97000002762

PARANET CORPORATION SERVICES, INC.

3761 Venture Drive Suite 260
Duluth, Georgia 30096
800-277-9977 / Fax 800-815-0477

April 8, 2002

FILED
2002 APR -9 AM 9:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: CHANGE OF AGENT

800005223888--0
-04/09/02--01084--021
****190.00 *****35.00

Dear Corporation Division:

Attached please find six (6) CHANGE OF REGISTERED AGENT for the following at the Florida Secretary of State:

Health Care Properties II, Ltd.
Health Care Properties XIV, Ltd.
Health Care Properties XV, Ltd.
Health Care Properties XVII, Ltd.
The Wellington Group, LLC
The Wellington Group of Delaware, LLC

Upon filing, please forward a filed stamped copy to my attention in the stamped, self-addressed envelope enclosed for your convenience.

If there are any questions or problems with the filings, please contact me.
Thank you for your assistance in this matter.

Sincerely,



Maggie Ferdinand

Enclosures
mocf

J. BRYAN APR 12 2002

**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Health Care Properties XV, Ltd.
Name of the limited partnership
2. December 18, 1997
Date of filing/registration in Florida
3. A97000002762
Document number assigned
4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:
Donald A. Roark, Esq.
Name
1101 Gulf Breeze Parkway, #65
Address
Gulf Breeze, FL 32561
City, State and Zip
5. The name and address of the new registered agent and/or office:
NRAI Services, Inc.
Name
526 E. Park Avenue
Florida street address (P.O. Box not acceptable)
Tallahassee FL 32301
City, State and Zip
6. Such change(s) was/were authorized by the general partners.
The Wellington Group, LLC
Mark D. West, Sec.
Signature of General Partner Mark D. West, Secretary

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited partnership has been notified in writing of this change.

Jeff D. Hill, special Asst. Sec.
Signature of Registered Agent

Make checks payable to Florida Department of State and mail to:
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
Filing Fee: \$35.00

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