

M99 00000 2053

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February 10, 2000

Florida Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/15/00--01056--013
*****60.00 *****60.00

Re: Big Hole River LLC
ID No.: M99000002053

Dear Madam or Sir:

Enclosed herein are the Application by Foreign Limited Liability Company to the Amendment to Application for Authorization to Transact Business in Florida and the Articles of Amendment for the above referenced. This letter is to serve as notification of and a request for a change of name of this limited liability company from Big Hole River LLC to ~~Se~~ Care Associates LLC as stated in the Articles. Also enclosed is a check of \$60.00 for the required filing fee, a certified copy and a certificate of status.

Please make this change to your file and return a confirmation letter along with the certified copy and certificate of status to me in the enclosed self-addressed envelope included for your convenience.

Your prompt attention and cooperation in this matter are very much appreciated. If you have any questions regarding this matter please call.

Sincerely yours,

Dennis R. Tyler
Dennis R. Tyler

name change

Enclosures

Name	
Liability	
Document Examiner	* DCC
Updater	DCC
Updater Verifier	* DCC
Acknowledgement	ECC
W. P. Verifier	

FILED
00 FEB 15 AM 10:50
STATE OF FLORIDA
TALLAHASSEE

*Send us 2 pages (front & back)
Total of 5 pages
M9900000 2053*

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Big Hole River LLC
Document No.: M99000002053
2. Jurisdiction of its organization: Indiana
3. Date authorized to do business in Florida: December 17, 1999

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? January 12, 2000
5. New name of the limited liability company: Senior Care Associates LLC
6. If the amendment changes the period of duration, indicate new period of duration:

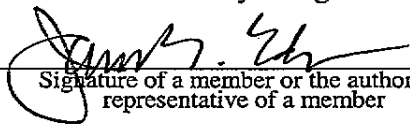
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 15 AM 10:50

FILED



Signature of a member or the authorized representative of a member

James E. Eden, Member of the Board of Managers
Typed or printed name of signee

Filing Fee: \$25.00

2

State of Indiana
Office of the Secretary of State

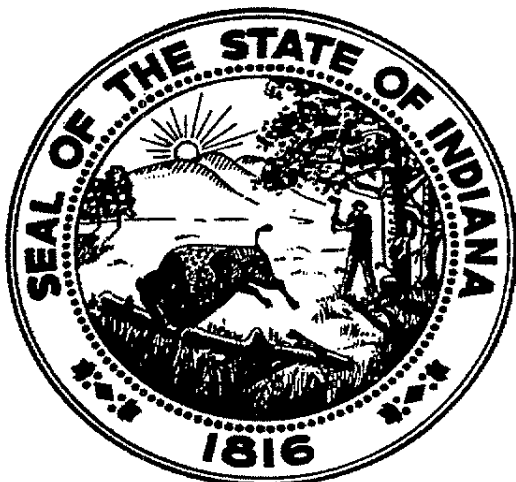
ARTICLES OF AMENDMENT
of
BIG HOLE RIVER LLC

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

The name following said transaction will be:

SENIOR CARE ASSOCIATES LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, January 12, 2000.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, January 12, 2000.

Sue Anne Gilroy

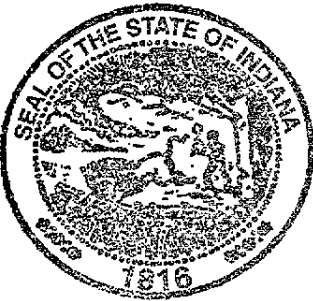
SUE ANNE GILROY,
SECRETARY OF STATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 15 AM 10:51

FILED

STATE OF INDIANA
Office of the Secretary of State



I hereby certify that this is a true and complete copy of the
Three page document(s)
as filed in this office.

DATED 2-4, 2000

Jim Owen
Secretary of State

BY Krista Luyth

This Certification Stamp replaces our previous Certification System.

COPY

1999101586
WPL

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF ORGANIZATION
OF
BIG HOLE RIVER LLC

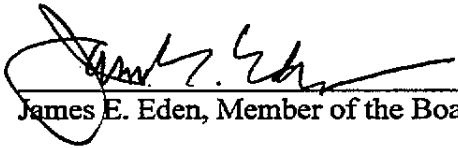
APPROVED
AND
FILED
IND. SECRETARY OF STATE

The undersigned member of the Board of Managers of Big Hole River LLC (the "Company"), a limited liability company formed under the Indiana Business Flexibility Act (the "Act") pursuant to Articles of Organization filed October 26, 1999, with the office of the Secretary of State of Indiana (the "Articles of Organization"), does hereby adopt the following amendment of Article 1 of such Articles of Organization:

Article 1 of the Articles of Organization of the Company is amended and restated in its entirety to read as follows:

Article 1. Name. The name of the limited liability company shall be Senior Care Associates LLC (the "Company").

The undersigned hereby verifies, subject to the penalties of perjury, that the statements contained herein are true, this 11th day of January, 2000.


James E. Eden, Member of the Board of Managers

RECEIVED
CORPORATION DIV.
JAN 27 2000
SUE ANNE GILROY