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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 DEC 10 AM 10:07

December 6, 2001

Florida Department of State  
Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

900004715989--3  
-12/10/01--01050--025  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: Sunrise Healthcare Corporation (the "Corporation")**

Dear Sir or Madam:

Enclosed is an Application by Foreign Corporation for Withdrawal of Authority to Transact Business in Florida for Sunrise Healthcare Corporation, a Delaware corporation, along with a check in the amount of \$35.00 to cover the filing fees.

If the enclosed meets with your approval, please file it with your office and return the confirmation of such filing to the Corporation at the address listed on the application.

If you have any questions or require any additional information, please do not hesitate to contact me.

Very truly yours,

BERGER SINGERMANN

*Patrice Hunter*

Patrice Hunter  
Paralegal

:ph

Enclosures

cc: Robert W. Barron, Esq.

197382.1/6406.001/BDS\_FTL  
12/6/2001 wp8

*Withers*

V SHEPARD DEC 14 2001

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

SUNRISE HEALTHCARE CORPORATION

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED  
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DIVISION OF CORPORATIONS  
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This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

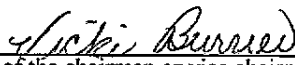
7061 CYPRESS ROAD, SUITE #104

(Mailing Address)

SUNRISE, FLORIDA 33317

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

	Vice President
Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary.	Title
Vicki Burrier	
Typed or printed name	Date
	11/30/01