



America's Long-Term Healthcare Network

Vencor, Inc. One Vencor Place 680 South Fourth Avenue Louisville, Kentucky 40202-2412 (502) 596-7300

F95000002673

June 8, 1999

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*****43.75 *****43.75

Florida Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Ventech Systems, Inc.

Dear Sir or Madam:

Enclosed is an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for Ventech, Inc. and a check in the amount of \$43.75 made payable to the Florida Department of State for the filing fee and a Certificate of Status. Please file this application and return the Certificate of Status to me in the enclosed, self-addressed envelope.

If you have any questions or need additional information, please give me a call at (502) 596-7458. Thank you for your assistance.

Sincerely,

VENCOR, INC.

Polly M. Franklin

Polly M. Franklin
Corporate Securities Coordinator

enclosures

FILED
99 JUN 11 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal
WFF 6-16-99

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

Ventech Systems, Inc.
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

FILED
99 JUN 11 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

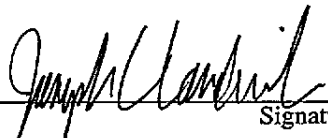
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

One Vencor Place, 680 South Fourth Avenue,
(Mailing Address)

Louisville, KY 40202
(City/ State /Zip)

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


Signature Assistant Secretary
Title

Joseph L. Landenwich
Typed or printed name
June 4, 1999
Date