

Duncanson & Holt Administrative Services, Inc.

A Duncanson & Holt Group Company

14
July 7, 1997

F96000006547

Ms. Carol Mustain
Corporate Specialist
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

300002242673--5
-07/21/97--01067--016
*****35.00 *****35.00

RE: Duncanson & Holt Administrative Services, Inc.
Change of Registered Agent

Dear Ms. Mustain:

Enclosed is a completed Statement of Change of Registered Office/Agent and a check for the filing fee of \$35.00.

Thank you.

Sincerely,



David Bavelas
LTC Administrator
(860) 409-3310

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 17 PM 1:40

APPROVED
AND
FILED

OK F96000006547
RAEM
288
7-17-97

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Duncanson & Holt Administrative Services, Inc.
2. The mailing address of the corporation is: 90 Avon Meadow Lane, Avon, CT 06001-3774
3. Date of incorporation/qualification: June 26, 1996 Document number: 2638483
4. The name and address of the current registered agent and office:

Insurance Commissioner

Florida Department of Insurance

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Barbara Prescott

(Signature of an officer, chairman or vice chairman of the board)

6/30/97
(Date)

Barbara Prescott, Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Mervyn Wiener Asst VP
(Signature of Registered Agent)

7/3/97
(Date)

If signing on behalf of an entity:

Mervyn Wiener
(Typed or Printed Name)

Asst VP
(Capacity)