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FILED

May 15 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # H34160 (2)

1. Corporation Name
MANOR CARE OF DADE, INC.

Principal Place of Business
% MANOR CARE INC.
10750 COLUMBIA PIKE
SILVER SPRING MD 20901

Mailing Address
% MANOR CARE INC.
10750 COLUMBIA PIKE
SILVER SPRING MD 20901-4427



2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

11565 DARNESTOWN RD.
GAITHERSBURG, MD 20878-3200

Zip

Country

29

30

3. Date Incorporated or Qualified

12/14/1984

3a. Date of Last Report

05/01/1996

4. FEI Number

52-1410007

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes

Yes

No

9. Name and Address of Current Registered Agent

UNITED STATES CORPORATION COMPANY
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title, if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY - ST - ZIP	DELETE
VP GS	REMPE, JAMES H.	10750 COLUMBIA PIKE	SILVER SPRING MD	<input type="checkbox"/>
VP FT	MACCUTCHEON, JAMES A.	10750 COLUMBIA PIKE	SILVER SPRING MD	<input checked="" type="checkbox"/>
AS	KEMEZYS, K. PETER	10750 COLUMBIA PIKE	SILVER SPRING MD	<input type="checkbox"/>
VP	BUCKLEY, JOSEPH	10750 COLUMBIA PIKE	SILVER SPRING MD	<input type="checkbox"/>
VP GM	PRICE, LEWIS	10750 COLUMBIA PIKE	SILVER SPRING MD	<input type="checkbox"/>
AT	HIOKEY, GERALD F.	10750 COLUMBIA PIKE	SILVER SPRING MD	<input checked="" type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY - ST - ZIP	Change	Addition
SEE ATTACHMENT					
11565 DARNESTOWN RD.					
GAITHERSBURG, MD 20878-3200					

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone

CR2E034 (9/96)