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June 22, 1999

Corporate Records Bureau  
Division of Corporations, Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

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-06/24/99--01069--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

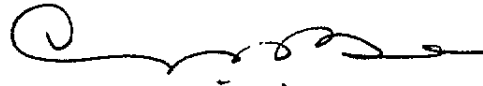
Re: Marisana of Winter Park, Inc.

Dear Sir or Madam:

Enclosed please find Statement of Change of Registered Office or Registered Agent, or both, for Marisana of Winter Park, Inc., together with our check in the amount of \$35.00 for filing fee.

Thank you for your assistance in this matter.

Cordially yours,



Carter A. Bradford

CAB:mn  
Encls  
cc: Robert J. Demaio, M.D.

*Handwritten signature*  
FILED  
99 JUN 24 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. LEWIS JUN 25 1999

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH**

FILED  
99 JUN 24 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

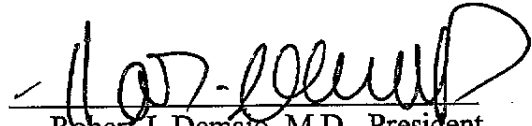
To the Secretary of State of the State of Florida:

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to change its registered office or registered agent, or both, in the State of Florida.

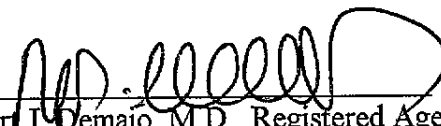
- FIRST: The name of the corporation is Marisana of Winter Park, Inc.
- SECOND: The address of its present registered agent is Centrust Financial Center, 100 S.E. 2<sup>nd</sup> Street, 28<sup>th</sup> Floor, Miami, Florida 33131
- THIRD: The address to which its registered agent is to be changed is 255 N. Lakemont Avenue, Suite 101, Winter Park, Florida 32789
- FOURTH: The name of its present registered agent is M.Z. Registered Agent Corp.
- FIFTH: The name of its successor registered agent is Robert J. DeMaio, M.D.
- SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
- SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated: June 17 June, 1999.

MARISANA OF WINTER PARK, INC.

By:   
Robert J. DeMaio, M.D., President

I hereby agree to act in the capacity as registered agent for Marisana of Winter Park, Inc., and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and to accept the duties and obligations of Section 607.0505, Florida Statutes.

By:   
Robert J. DeMaio, M.D., Registered Agent