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Direct Dial: 757.473.5436 wchappell@williamsmullen.com

June 4, 2002

File No: 030243.0001

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

300005692263---5 -06/05/02--01032--008 ******25.00 ******25.00

Re: Liberty Assisted Living Centers of New Port Richey, LLC

Dear Sir or Madam:

Please file the enclosed Resignation of Manager and provide. Our firm's check in the amount of \$25.00 is enclosed for the expense of filing.

Upon filing of the Resignation of Manager, please the file the enclosed Amendment to the Articles of Organization of Liberty Assisted Living Centers of New Port Richey, LLC, appointing Liberty Assisted Living Centers Limited Partnership as the managing member. A check in the amount of \$25.00 is enclosed for the expense of filing.

Also, please provide me with a certified copy of the Amendment <u>and</u> a Certificate of Status for Liberty Assisted Living Centers of New Port Richey, LLC. I enclose our firm's check in the amount of \$35.00 for the expense of certification.

Please return all acknowledgements of filing to my attention <u>via Federal Express</u>, using the enclosed self-addressed, pre-paid airbill and envelope.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Wendy M. Chappell Corporate Paralegal

Enclosures #348424 v1 - L - FLSOS - LALCNPR, LLC - rsgn/chg manager

Williams Mullen Clark & Dobbins



RESIGNATION OF MEMBER, MANAGING MEMBER OR MANAGER

Liberty Assisted Living Centers of Florida, Inc. hereby resign as Manager
(Title)
of Liberty Assisted Living Centers of New Port Richey, LLC
(Limited Liability Company)
a limited liability company organized under the laws of the State of Florida
and affirm that the limited liability company has been notified in writing of the regsignation.
Liberty Assisted Living Centers of Florida, Inc., a Florida corporation
BY:
NAME & TITLE: Alen D. Parrish New Laut (Signature of resigning manager, managing member or member)

FILING FEE IS \$25.00

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ARY OF STATE

CR2E079(10/99)