

1796000000416

PARANET CORPORATION SERVICES, INC.

3761 Venture Drive Suite 260
Duluth, Georgia 30096
800-277-9977 / Fax 800-815-0477

April 8, 2002

FILED
2002 APR -9 AM 10:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

RE: CHANGE OF AGENT

200005223892--8
-04/09/02--01084--021
****190.00 *****25.00

Dear Corporation Division:

Attached please find six (6) CHANGE OF REGISTERED AGENT for the following at the Florida Secretary of State:

Health Care Properties II, Ltd.
Health Care Properties XIV, Ltd.
Health Care Properties XV, Ltd.
Health Care Properties XVII, Ltd.
The Wellington Group, LLC
The Wellington Group of Delaware, LLC

Upon filing, please forward a filed stamped copy to my attention in the stamped, self-addressed envelope enclosed for your convenience.

If there are any questions or problems with the filings, please contact me.
Thank you for your assistance in this matter.

Sincerely,

Maggie Ferdinand

Maggie Ferdinand

Enclosures
mocf

J. BRYAN APR 12 2002

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company 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 limited liability company is: Wellington Group, LLC

2. The mailing address of the limited liability company is : _____

1865 Executive Park Drive, Cleveland, TN 37312

October 23, 1996

M96000000416

3. Date of filing/registration in Florida

4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Donald A. Roark

Name

1101 Gulf Breeze Parkway, #65

Address

Gulf Breeze, FL 32561

City, State and Zip

6. The name and address of the new registered agent and/or office:

NRAI Services, Inc.

Name

526 E. Park Avenue

Florida street address (P.O. Box NOT acceptable)

Tallahassee

FL

32301

City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Mark D. West, Sec.
(Signature of a member or authorized representative of a member)

Mark D. West, Secretary

(Printed or typed name of signer)

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 obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

[Signature]
(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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