

N46592

United Pathways, Inc.

a Non Profit Corporation

800002154048--7
-04/24/97--01102--001
*****35.00 *****35.00

April 22, 1997

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Regarding: Corporate Name Change - Corporate Charter Number N46592.

To whom it may concern;

I am submitting this Amendment to the Articles of Incorporation for Assistcare, Inc. that reflects a vote of the Board of Directors to change the name of this Corporation. Please see that it is properly filed and a copy returned to the address below. You sent me a notice describing changes that needed to be made when this paperwork was submitted earlier. I have enclosed a copy of your correspondence. The modification you required have been accomplished.

A check for \$35.00 is enclosed to cover the fee to make this change. Thank you for your attention to this matter.

Sincerely,

Randall H. Prouty
Randall H. Prouty
President

*P.S. I have enclosed an airbill for you to return this
Amendment when it's filed.*

RH Prouty
5/5/97
NIC Am-2

2247 Palm Beach Lakes Blvd., Suite 220, West Palm Beach, Florida 33409
Tel 561-627-0357 Fax 800-851-2474

FILED STATE
SECRETARY OF CORPORATIONS
97 APR 24 AM 10:00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1997

RANDALL H. PROUTY
2247 PALM BEACH LAKES BLVD.
SUITE 220
WEST PALM BEACH, FL 33409

SUBJECT: ASSISTCARE, INC.
Ref. Number: N46592

We have received your document for ASSISTCARE, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

The current name of the entity is as referenced above. Please correct your document accordingly.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

✓ If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 797A00018933

*The enclose amendment now
reflect these changes.*

United Pathways, Inc.

a Non Profit Corporation

April 3, 1997

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

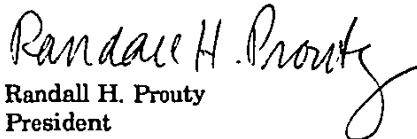
Regarding: Corporate Name Change - Corporate Charter Number N46592.

To whom it may concern;

I am submitting this Amendment to the Articles of Incorporation for Assistcare, Inc. that reflects a vote of the Board of Directors to change the name of this Corporation. Please see that it is properly filed and a copy returned to the address below.

A check for \$35.00 is enclosed to cover the fee to make this change. Thank you for your attention to this matter.

Sincerely,


Randall H. Prouty
President

RECEIVED
97 APR -9 AM 7:38
DIVISION OF CORPORATIONS

Amendment to Articles of Incorporation

This Amendment is made this day to The Articles of Incorporation of Assistcare, Inc., a Non-Profit Florida Corporation having Charter Number N46592 formed on December 24, 1991.

Witnesseth:

Whereas, Assistcare, Inc. is a not-for-profit corporation and has never transferred any shares or transacted business up until this time, and;

Whereas, Assistcare, Inc. has no members that are required to vote on amendments to the Articles of Incorporation for Assistcare, Inc., and;

Whereas, after due consultation the Board of Directors resolved to adopt the following amendment to the Articles of Incorporation of Assistcare, Inc. on April 1, 1997 that would change the name of Assistcare, Inc. to United Pathways, Inc.

Now Therefore I, Randall H. Prouty, the President, Secretary and Director of Assistcare Inc. due hereby request on behalf of the Board that the following Amendment be attached to the Articles of Incorporation of Assistcare, Inc. as follows:

The registered name of the corporation formerly known as Assistcare, Inc. is hereby changed to

United Pathways, Inc.

In Witness Whereof, this Amendment is made in accordance with the rules and regulations governing such changes. It is submitted by this Corporation's President, Secretary and Director whose signature is attached below.

Randall H. Prouty
Randall H. Prouty
Pres., Sec, Director

4/22/97
Date:

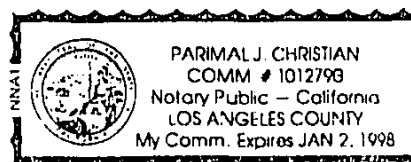
State of CALIFORNIA)
County of Los Angeles) SS

Before Me, a Notary Public duly authorized to take acknowledgments, Randall H. Prouty personally appeared and is to me know to be President, Secretary and Director of this Corporation.

Witness my hand and seal this 22ND day of APRIL 1997
My commission Expires: JANUARY 2, 1998

Signature of Notary

Parimal J. Christian



FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 APR 24 AM 10:08