

P06261

C O N T I N U C A R E  
C O R P O R A T I O N

FILED  
98 FEB -5 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 2, 1998

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

200002422602--7  
-02/05/98--01073--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Maxicare, Inc.

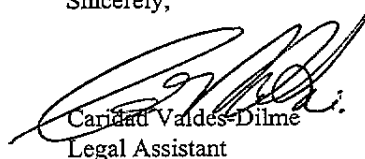
Dear Sir/Madam:

Enclosed please find Statement of Change of Registered Agent, Acceptance of Registered Agent and our check in the sum of \$35.00 which represents your fee in order to process same.

Please handle accordingly, and be kind enough to send us a certificate of status.

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

Sincerely,

  
Caridad Valdes-Dilme  
Legal Assistant

:cvd

Encl.

RA Chg.

Caridad gave Authorization  
to Correct Document 2/6. B

VS FEB 6 1998

100 SE SECOND STREET • 36TH FLOOR

MIAMI, FLORIDA 33131

TEL 305.350.7515  
FAX 305.350.9833 - 305.350.9830

STATEMENT OF CHANGE OF REGISTERED  
OFFICE AND REGISTERED AGENT OF  
MAXICARE, INC.

FILED  
98 FEB -5 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the state of ~~Florida~~ <sup>Delaware</sup>, submits the following amendment to its Articles of Incorporation amending its Registered Office and Registered Agent in the state of Florida:

1. The name of the corporation is Maxicare, Inc. (the "Corporation"). doing business in Florida as MAXICARE OF BROWARD, INC.
2. The address of the Corporation's present Registered Office is 312 South Brevard Ave., Tampa, FL 33606
3. The address to which the Corporation's Registered Office is to be changed is 100 S.E. Second Street, 36<sup>th</sup> Floor, Miami, Florida 33131 effective as of the date of the filing of this Statement.
4. The name of the Corporation's present Registered Agent is J. Michael Shea
5. The name of the Corporation's successor Registered Agent is Susan Tarbe, Esquire effective as of the date of the filing of this Statement.
6. The street address of the Corporation's registered office and the street address of the Corporation's Registered Agent, as changed, will be identical.
7. The foregoing changes were authorized by resolution duly adopted by the Corporation's Sole Director on January 22, 1998.

Dated this 22nd day of January, 1998.

<sup>Delaware</sup>  
MAXICARE, INC., a ~~Florida~~ corporation

By: Charles M. Fernandez  
Charles M. Fernandez  
President

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process MAXICARE, INC., a <sup>Delaware</sup>~~Florida~~ corporation, at the place designated in the attached Statement of Change of Registered Office and Registered Agent, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of §607.325, Florida Statutes.

  
Susan Tarbe, Esquire

STATE OF FLORIDA)

ss:

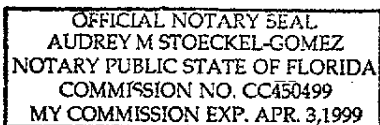
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared Susan Tarbe, Esquire, to me well known to be the person who executed the foregoing acceptance by Registered Agent and acknowledged before me, according to law, that she has made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22nd day of January, 1998.

My Commission Expires:

(SEAL)



  
Notary Public  
State of Florida at Large

**AUDREY M. STOECKEL-GOMEZ**

Printed Name of Notary Public

- (x) Personally known to me  
( ) Produced photographic identification/ type of identification produced:  
  
(x) Signature acknowledged under oath  
( ) Signature not acknowledged under oath