

P2254

ACCOUNT NO. : 072100000032

REFERENCE

AUTHORIZATION

COST LIMIT

ORDER DATE: January 6, 1997

ORDER TIME :

1:27 PM

ORDER NO. :

211989-015

CUSTOMER NO:

4320229

100002050351--1

Amendment & Dropping Alternate Name.

FICTITIOUS NAME: HOUSECALL HOME HEALTH OF

TENNESSEE, INC.

Please file the attached registration, of the fictitious name shown above and return the document(s) indicated below:

Certified Copy Plain Stamped Copy Certificate of Status

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS:

N. HENDRICKS JAN - 8 1997

OFFICER'S CERTIFICATE

HOUSECALL HOME HEALTH, INC.



I, Gary Murphy, being the Assistant Secretary of HOUSECALL HOME HEALTH, INC. (the "Corporation"), a Tennessee corporation, do hereby certify as follows:

Attached hereto as Exhibit "A" is a true and correct copy of the resolutions adopted by the Board of Directors of the Corporation as of December 31, 1996, and such resolutions have not been amended, supplemented or modified since that date, and are in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation as of this 34 day of December, 1996.

[CORPORATE SEAL]

Gary Murphy, Assistant Secretary

EXHIBIT "A"

Resolutions of the Board of Directors of Housecall Home Health, Inc.

WHEREAS, the Corporation desires to terminate its use of the alternate name "Housecall Home Health of Tennessee, Inc." in connection with its authorization to transact business in the State of Florida (the "Termination"); and

WHEREAS, after due consideration, the Board of Directors deems it in the best interest of the Corporation and its sole shareholder that the Corporation take all necessary action to effectuate the Termination;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that Corporation is authorized to terminate its use of the alternate name "Housecall Home Health of Tennessee, Inc." in connection with its authorization to transact business in the State of Florida; and

FURTHER RESOLVED, that the officers of the Corporation be, and hereby are, authorized and directed to effectuate the Termination, and to take or authorize the taking of any and all actions, to sign and deliver any and all instruments, documents, certificates and other papers, and to make any and all payments, as such officers determine to be necessary, proper or convenient in order to effectuate and perform the Termination, including, without limitation, submitting these resolutions to the Florida Secretary of State as evidence of the Termination; and

FURTHER RESOLVED, that the Secretary and each Assistant Secretary of the Corporation be, and each hereby is, authorized to certify true copies of the foregoing resolutions and each of the instruments, agreements, documents, certificates and other papers hereby approved, as well as any other documents, agreements, instruments and papers which from time to time may be necessary, proper or convenient to be delivered in connection with the Termination.